保険業法施行規則（第一編から第二編第五章まで）
Regulations for Enforcement of the Insurance Business Act (Part I through Part II Chapter V)

（平成八年二月二十九日大蔵省令第五号）
(Ministry of Finance Order No. 5 of February 29, 1996)

保険業法及び保険業法施行令の規定に基づき、並びに同法及び同令を実施するため、保険業法施行規則（大正元年農商務省令第二十九号）の全部を改正する省令を次のように定める。

Pursuant to the provisions of the Insurance Business Act and the Order for Enforcement of the Insurance Business Act, for the purpose of enforcement of the same Act and the same Cabinet Order, the Ministerial Order which is to entirely amend the Regulations for Enforcement of the Insurance Business Act (Order of Ministry of Agriculture and Commerce No. 29 of 1912) is prescribed as follows:

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第一条　この府令において、「保険業」、「保険会社」、「生命保険会社」、「損害保険会社」、「相互会社」、「外国保険業者」、「外国保険会社等」、「外国生命保険会社等」、「外国損害保険会社等」、「外国相互会社」、「総株主等の議決権」、「子会社」、「主要株主基準値」、「保険主要株主」、「保険持株会社」、「少額短期保険業」、「少額短期保険業者」、「生命保険募集人」、「損害保険募集人」、「損害保険代理店」、「少額短期保険募集人」、「保険募集人」、「所属保険会社等」、「保険仲立人」、「保険募集」、「公告方法」、「指定紛争解決機関」、「生命保険業務」、「損害保険業務」、「少額短期保険業務」、「保険仲立人保険募集」、「保険業務等」、「苦情処理手続」、「紛争解決手続」、「紛争解決等業務」、「紛争解決等業務の種別」又は「手続実施基本契約」とは、それぞれ保険業法（平成七年法律第百五号。以下「法」という。）第二条に規定する保険業、保険会社、生命保険会社、損害保険会社、相互会社、外国保険業者、外国保険会社等、外国生命保険会社

等、外国損害保険会社等、外国相互会社、総株主等の議決権、子会社、主要株主基準値、保険主要株主、保険持株会社、少額短期保険業、少額短期保険業者、生命保険募集人、損害保険募集人、損害保険代理店、少額短期保険募集人、保険募集人、所属保険会社等、保険仲立人、保険募集、公告方法、指定紛争解決機関、生命保険業務、損害保険業務、少額短期保険業務、保険仲立人保険募集、保険業務等、苦情処理手続、紛争解決手続、紛争解決等業務、紛争解決等業務の種別又は手続実施基本契約をいう。

Article 1 In this Cabinet Office Order, each of the terms "insurance business", "insurance company", "life insurance company", "non-life insurance company", "mutual company", "foreign insurer", "foreign insurance company, etc.", "foreign life insurance company, etc.", "foreign non-life insurance company, etc.", "foreign mutual company", "all shareholders' voting rights", "subsidiary company", "major shareholder threshold", "insurance company's major shareholder", "insurance holding company", "small amount and short term insurance business", "small amount and short term insurer", "life insurance agent", "non-life insurance agent", "non-life insurance representative", "small amount and short term insurance agent", "insurance agent", "affiliated insurance company, etc.", "insurance broker", "insurance solicitation", "means of public notice", "designated dispute resolution organization", "life insurance business", "non-life insurance business", "small amount and short term insurance business", "insurance solicitation by insurance broker", "insurance business, etc.", "complaint processing procedures", "dispute resolution procedures", "business of dispute resolution, etc.", "category of business of dispute resolution, etc." and "basic contract for implementation of dispute resolution procedures" means "insurance business", "insurance company", "life insurance company", "non-life insurance company", "mutual company", "foreign insurer", "foreign insurance company, etc.", "foreign life insurance company, etc.", "foreign non-life insurance company, etc.", "foreign mutual company", "all shareholders' voting rights", "subsidiary company", "major shareholder threshold", "insurance company's major shareholder", "insurance holding company", "small amount and short term insurance business", "small amount and short term insurer", "life insurance agent", "non-life insurance agent", "non-life insurance representative", "small amount and short term insurance agent", "insurance agent", "affiliated insurance company, etc.", "insurance broker", "insurance solicitation", "means of public notice", "designated dispute resolution organization", "life insurance business", "non-life insurance business", "small amount and short term insurance business", "insurance solicitation by insurance broker", "insurance business, etc.", "complaint processing procedures", "dispute resolution procedures", "business of dispute resolution, etc.", "category of business of dispute resolution, etc." and "basic contract for implementation of dispute resolution procedures" as respectively provided in Article 2 of the Insurance Business Act (Act No. 105 of 1995;

referred to below as the "Act").

（計算書類等に係る連結の方法等）

(Method of Consolidation of Financial Statements)

第一条の二　保険業法施行令（平成七年政令第四百二十五号。以下「令」という。）第一条の三第二号及び第三十八条の九第二項に規定する内閣府令で定めるところにより連結してその計算書類その他の書類を作成するものとされる会社は、連結財務諸表の用語、様式及び作成方法に関する規則（昭和五十一年大蔵省令第二十八号。以下「連結財務諸表規則」という。）第二条第四号に規定する連結子会社並びに持分法（同条第八号に規定する持分法をいう。）が適用される非連結子会社（同条第六号に規定する非連結子会社をいう。）及び関連会社（同条第七号に規定する関連会社をいう。）とする。

Article 1-2 (1) The companies required to prepare their financial statements and any other documents on a consolidated basis pursuant to the provisions of Cabinet Office Order, as provided in Article 1-3, item (ii) and Article 38-9, paragraph (2) of the Order for Enforcement of the Insurance Business Act (Cabinet Order No. 425 of 1995; referred to as the "Cabinet Order" below), are a consolidated subsidiary company as provided in Article 2, item (iv) of the Regulations on Terminology, Forms, and Preparation Methods of Consolidated Financial Statements (Ministry of Finance Order No. 28 of 1976; referred to below as the "Regulations on Consolidated Financial Statements"); and a non-consolidated subsidiary company (meaning a non-consolidated subsidiary company as provided in Article 2, item (vi) of the Regulations on Consolidated Financial Statements) or an affiliated company (meaning an affiliated company as provided in item (vii) of the same Article), to which equity method (meaning the equity method as provided in item (viii) of the same Article) applies).

２　令第一条の三第七号に規定する内閣府令で定める各種学校は、修業期間が一年以上であり、かつ、一年の授業時間数（普通科、専攻科その他これらに類する区別された課程がある場合には、それぞれの課程の授業時間数）が六百八十時間以上である課程（次項において「特定課程」という。）を有するものとする。

(2) The miscellaneous educational institution to be specified by Cabinet Office Order, as provided in Article 1-3, item (vii) of the Cabinet Order, is a school with one-year or longer curriculum period, which has a course consisting of six hundred and eighty or longer class hours in total per year (if the school has categorized courses as regular courses, specialized courses or any other similar courses, meaning the total class hours for each course; and the course is referred to as the "specialized course").

３　令第一条の三第七号に規定する内閣府令で定める生徒は、特定課程を履修する生徒とする。

(3) The student to be specified by Cabinet Office Order, as provided in Article 1-3, item (vii) of the Cabinet Order is a student enrolled in the specialized course.

（密接な関係の範囲）
(Scope of Close Relationships)
第一条の二の二　令第一条の四第二項第一号に規定する内閣府令で定める密接な関係は、次の各号に掲げる関係をいう。
Article 1-2-2 (1) The close relationship to be specified by Cabinet Office Order, as provided in Article 1-4, paragraph (2), item (i) of the Cabinet Order, is as follows:
一　二以上の団体相互が次のイからハまでに掲げる関係のいずれかを有するという関係
(i) the relationship wherein two or more organizations are connected with each other, in any of the manners stated in (a) through (c) below:
イ　一方の者又はその役員（取締役、執行役、監査役、代表者又はこれらに類する役職にある者をいう。以下この号において同じ。）若しくは使用人が、他方の者の役員又は使用人である関係
(a) where one of the parties or its officer (meaning a director, executive officer, company auditor, representative or any other person who assumes a position similar to any of the aforementioned; the same applies below in this item) or employee assumes the position of an officer or employee of any of the other parties;
ロ　一方の者又はその代表者が、他方の者又はその代表者の親族（配偶者並びに三親等以内の血族及び姻族に限る。以下この号において同じ。）である関係
(b) where one of the parties or its representative is a relative (limited to a spouse, and relative by blood and relative by affinity within the third degree of kinship; the same applies below in this item) of any of the other parties or its representative;
ハ　一方の者が他方の者の経営を支配しているものとして次に掲げる要件のいずれかに該当する者である関係
(c) where one of the parties satisfies any of the following requirements, as the party which takes control over the business management of any of the other parties:
（１）　一方の者に係る次に掲げる者が保有している他方の者の株式又は出資に係る議決権（法第二条第十一項に規定する議決権をいう。以下この編、第六条、第四十六条、第二編第三章（第五十二条の十二の二を除く。）、第四章、第六章、第七章、第百五条及び第百五条の六、第百十八条、第十一章（第二百十条の十の二を除く。）、第十二章（第二百十一条の三十八及び第二百十一条の八十二を除く。）、第四編並びに第二百四十六条において同じ。）の数の合計が、当該他方の者の総株主又は総出資者の議決権の百分の五十を超えていること。
1. that the total number of voting rights (meaning voting rights as provided in Article 2, paragraph (11) of the Act; the same applies below

in this Part, Article 6, Article 46, Chapter III of Part II (excluding Article 52-12-2), Chapters IV, VI and VII, Article 105, Article 105-6, Article 118, Chapter XI (excluding Article 210-10-2), Chapter XII (excluding Article 211-38 and Article 211-82), Part IV and Article 246) represented by shares or contributions in a party, which are held by any of the following parties having relationship with the other party, exceeds 50 percent of the voting rights of all shareholders or all contributors of the first-mentioned party:

（ｉ） 当該一方の者

i. the other party itself;

（ｉｉ） 当該一方の者が法人その他の団体（以下この号及び第四十五条の二十五第三項において「法人等」という。）である場合におけるその役員及び主要株主（法人等の総株主等の議決権の百分の十以上の議決権を保有している者をいう。（ｉｖ）において同じ。）

ii. when the other party is a corporation or any other type of organization (referred to below as a "corporation, etc." in this item and Article 45-25, paragraph (3)), its officers and major shareholders (meaning a holder of voting rights not less than 10 percent of all shareholders' voting rights in a corporation, etc.; the same applies in iv.);

（ｉｉｉ） （ｉ）又は（ｉｉ）に掲げる者の親族

iii. a relative of a party stated in i. or ii.;

（ｉｖ） （ｉｉ）に掲げる主要株主が法人等である場合におけるその役員並びに当該主要株主の関係親法人等（法人等が他の法人等の総株主又は総出資者の議決権の百分の五十を超える議決権を保有している場合における当該法人をいい、当該関係親法人等の総株主又は総出資者の議決権の百分の五十を超える議決権を一の法人等又は当該法人等及びその関係子法人等（法人等が他の法人等の総株主又は総出資者の議決権の百分の五十を超える議決権を保有している場合における当該他の法人等をいい、当該関係子法人等又は当該関係子法人等及びその関係子法人等が他の法人等の総株主又は総出資者の議決権の百分の五十を超える議決権を保有している場合における当該他の法人等を含む。（ｖｉ）において同じ。）が保有している場合における当該法人を含む。）及びその役員

iv. if the major shareholder stated in ii. is a corporation, etc., its officers; and its associated parent corporation, etc. and its officers (the term "associated parent corporation, etc." means the corporation, etc. if it holds voting rights in excess of 50 percent the voting rights of all shareholders or contributors of another corporation, etc.; and also including the corporation, etc., if the voting rights in excess of 50 percent of the voting rights all shareholders or all equity contributors in the associated parent corporation, etc. are held by the corporation, etc., or by the corporation, etc. and its associated subsidiary corporation, etc. (meaning the corporation, etc., if the voting rights in excess of 50 percent of its voting rights of all shareholders or contributors are held by another corporation, etc.; and including the corporation, etc., if the voting rights in excess of 50 percent of its voting rights of all shareholders or contributors are held by the associated subsidiary corporation, etc., or by the associated subsidiary corporation, etc. and its associated subsidiary corporation, etc.; the same applies in vi.);

（ｖ）　（ｉ）から（ｉｖ）までに掲げる者が、法人等の総株主又は総出資者の議決権の百分の五十を超える議決権を保有している場合における当該法人等及びその役員

v. if any party stated in any of i. through iv. above is a holder of voting rights in excess of 50 percent of voting rights of all shareholders or all contributors in a corporation, etc., that corporation, etc. and its officers;

（ｖｉ）　（ｖ）に掲げる法人等の関係子法人等及びその役員

vi. an associated subsidiary corporation, etc. of a corporation, etc. stated in item v., and its officers;

（ｖｉｉ）　（ｉｖ）から（ｖｉ）までに掲げる役員の親族

vii. relatives of officers stated in any of iv. through vi. above;

（２）　（１）（ｉ）から（ｖｉｉ）までに掲げる者並びに（１）（ｉ）に掲げる者の役員であった者（役員でなくなった日から二年を経過するまでの者に限る。）及び使用人が、他方の者の役員又はその代表権を有する役員の過半数を占めていること。

2. that the parties stated in 1., i. through vii., the persons who formerly served as officers of the party stated in 1., i. (limited to the case where two years have not yet passed from the day when that person ceased to assume the position of officers), and the employees of the party stated in 1., i. constitute the majority of officers or representing officers of the other party;

二　二以上の団体から業務及び財産の管理の委託を受けた者相互が前号イからハまでに掲げる関係のいずれかを有するという関係

(ii) a relationship wherein the parties entrusted business and property administration from two or more organizations are connected with each other, in any of the manners stated in (a) through (c) of the preceding item; or

三　二以上の団体のうち一の団体と、それ以外の団体から業務及び財産の管理の委託を受けた者が第一号イからハまでに掲げる関係のいずれかを有するという関係

(iii) a relationship wherein one of two or more organizations is connected with a party entrusted business and property administration from any of the rest of the organizations, in any of the manners stated in item (i), (a) through (c).

２　令第一条の四第二項第四号に規定する内閣府令で定める保険契約は、保険料を分割

して支払う保険契約又は保険期間が一年を超える保険契約とし、同号に規定する内閣府令で定める保険料は、一年間当たりの額に換算した額の保険料とする。

(2) The insurance contract to be specified by Cabinet Office Order, as provided in Article 1-4, paragraph (2), item (iv) of the Cabinet Order is an insurance contract which requires installment payment of insurance premiums or an insurance contract whose insurance term is longer than one year; and the insurance premiums to be specified by Cabinet Office Order, as provided in that item are the annualized insurance premiums.

３　令第十三条の五の二第六項の規定は、第一項第一号ハ（１）の場合において当該規定に規定する者が保有する議決権について準用する。

(3) The provisions of Article 13-5-2, paragraph (6) of the Cabinet Order apply mutatis mutandis to voting rights held by the person provided in paragraph (1), item (i), (c), 1., when those provisions apply.

（人の重度の障害の状態）

(Individual's State of Catastrophic Illness)

第一条の二の三　令第一条の六第一項第三号に規定する内閣府令で定めるものは、次の各号に掲げるものとする。

Article 1-2-3 The individual's state to be specified by Cabinet Office Order, as provided in Article 1-6, paragraph (1), item (iii) of the Cabinet Order is as follows:

一　労働者災害補償保険法施行規則（昭和三十年労働省令第二十二号）別表第一に定める第一級若しくは第二級に該当する障害の状態又はこれに相当すると認められる状態

(i) state of disabilities which fall under the class I or class II as provided in Appended Form No. 1 of the Regulations for Enforcement of the Industrial Accident Compensation Insurance Act (Ministry of Labor Order No. 22 of 1955), or any other state deemed equivalent to the aforementioned; and

二　要介護認定等に係る介護認定審査会による審査及び判定の基準等に関する省令（平成十一年厚生省令第五十八号）第一条第一項第四号又は第五号の状態に該当する状態

(ii) state which fall under Article 1, paragraph (1), item (iv) or (v) of the Ministerial Order on Examination for Certification of Needed Long-Term Care by Certification Committee of Needed Long-Term Care and Criteria for Judgment (Ministry of Welfare Order No. 58 of 1999).

（低発生率保険）

(Low-Incidence Insurance)

第一条の二の三の二　令第一条の六第七号に規定する内閣府令で定める保険は、個人の日常生活に伴う損害賠償責任を対象とする保険（自動車の運行に係るものを除く。）とする。

Article 1-2-3-2 The insurance to be specified by Cabinet Office Order, as provided in Article 1-6, item (vii) of the Cabinet Order is an insurance that covers liability for damage accrued in connection with private daily lives (excluding the contract related to driving of automobiles).

（会社の財務及び営業又は事業の方針の決定に対して重要な影響を与えることが推測される事実が存在するものとされる要件）

(Requirements for Judgment of Existence of Fact Inferring Material Impact on Decisions on Financial and Business Policies of Company)

第一条の二の四　法第二条第十三項に規定する内閣府令で定める要件は、財務諸表等の用語、様式及び作成方法に関する規則（昭和三十八年大蔵省令第五十九号。以下「財務諸表等規則」という。）第八条第六項第二号イからホまでに掲げる要件とする。

Article 1-2-4 The requirements to be specified by Cabinet Office Order, as provided in Article 2, paragraph (13) of the Act are the requirements stated in Article 8, paragraph (6), item (ii), (a) through (e) of the Regulations on Terminology, Forms, and Preparation Methods of Financial Statements, etc. (Ministry of Finance Order No. 59 of 1963; referred to below as the "Regulations on Financial Statements, etc.")

（会社又は議決権の保有者が保有する議決権に含めない議決権）

(Voting Rights Excluded from Voting Rights Held by Company or Voting Rights Holder)

第一条の三　法第二条第十五項（法第二条の二第二項　、第百七条第九項、第百二十七条第二項、第二百七十一条の三第二項、第二百七十一条の四第五項、第二百七十一条の五第四項、第二百七十一条の三十二第三項、第二百七十二条の二十一第二項、第二百七十二条の三十一第五項、第二百七十二条の三十二第三項、第二百七十二条の三十三第二項、第二百七十二条の三十四第二項及び第二百七十二条の四十二第三項並びに第四十六条第二項、第四十八条の二第二項、第五十六条第十八項、第五十六条の二第六項、第五十八条第十一項、第五十八条の二第五項、第五十八条の五第三項、第五十八条の七第五項、第八十五条第二項、第九十四条第四項、第百五条第三項、第百五条の六第三項、第百十八条第三項及び第二百十条の七第十五項において準用する場合を含む。次項において同じ。）の規定により、会社又は議決権の保有者が保有する議決権に含まないものとされる内閣府令で定める議決権は、次の株式又は持分に係る議決権とする。

Article 1-3 (1) The voting rights to be specified by Cabinet Office Order which are to be excluded from voting rights excluded from those held by a company or a voting rights holder, as referred to in Article 2, paragraph (15) of the Act (including as applied mutatis mutandis pursuant to Article 2-2, paragraph (2), Article 107, paragraph (9), Article 127, paragraph (2), Article 271-3, paragraph (2), Article 271-4, paragraph (5), Article 271-5, paragraph (4), Article 271-32, paragraph (3), Article 272-21, paragraph (2), Article 272-31, paragraph (5), Article 272-32, paragraph (3), Article 272-33, paragraph (2), Article 272-34, paragraph (2) and Article 272-42, paragraph (3) of the Act; and also including as applied mutatis mutandis pursuant to Article 46, paragraph (2), Article 48-2, paragraph (2), Article 56, paragraph (18), Article 56-2, paragraph (6), Article 58, paragraph (11), Article 58-2, paragraph (5), Article 58-5, paragraph (3), Article 58-7, paragraph (5), Article 85, paragraph (2), Article 94, paragraph (4), Article 105, paragraph (3), Article 105-6, paragraph (3), Article 118, paragraph (3) and Article 210-7, paragraph (15) of this Cabinet Office Order; the same applies in the following paragraph) are the voting rights represented by the following shares or equity interests:

一　有価証券関連業（金融商品取引法（昭和二十三年法律第二十五号）第二十八条第八項（定義）に規定する有価証券関連業をいう。以下同じ。）を行う金融商品取引業者（同法第二条第九項（定義）に規定する金融商品取引業者をいう。以下同じ。）及び外国の会社が業務として所有する株式又は持分

(i) shares or equity interests owned by a financial instruments business operator (meaning a financial instruments business operator as provided in Article 2, paragraph (9) (Definitions) of the Financial Instruments and Exchange Act (Act No. 25 of 1948); the same applies below) and a foreign company engaged in securities-related business (meaning securities-related business as provided in Article 28, paragraph (8) (Definitions) of that Act; the same applies below), in the course of their respective businesses;

二　金融機関の信託業務の兼営等に関する法律（昭和十八年法律第四十三号）第六条（損失の補てん等を行う旨の信託契約の締結）の規定により元本の補てん又は利益の補足の契約をしている金銭信託以外の信託に係る信託財産である株式又は持分（当該株式又は持分に係る議決権について、委託者又は受益者が行使し、又はその行使について当該議決権の保有者に指図を行うことができるものを除く。）

(ii) shares or equity interests comprising trust property related to a trust other than a monetary trust for which an agreement on compensation of principal or supplementation of profit has been concluded under Article 6 (Conclusion of a Trust Contract on Compensation of Loss, etc.) of the Act on Engagement in Trust Business by Financial Institutions (Act No. 43 of 1943) (excluding those in relation to which a settlor or a beneficiary is entitled to exercise the voting rights related to the shares or equity interests or give instruction to the holders of the voting rights as to the exercise of the voting rights);

三　投資事業有限責任組合契約に関する法律（平成十年法律第九十号）第二条第二項（定義）に規定する投資事業有限責任組合（以下「投資事業有限責任組合」という。）の有限責任組合員となり、組合財産として取得し、又は所有する株式又は持分（有限責任組合員が議決権を行使することができる場合、及び議決権の行使について有限責任組合員が投資事業有限責任組合の無限責任組合員に指図を行うことができる場合を除く。）

(iii) shares or equity interests acquired or owned as assets of an investment limited partnership as provided in Article 2, paragraph (2) (Definitions) of the Limited Partnership Act for Investment (Act No. 90 of 1998) (referred to below as an "investment limited partnership"), by way of becoming its limited partner (excluding the cases where the limited partner is entitled to exercise voting rights; and where a limited partner is authorized to give instruction to the general partner of that investment limited partnership as to the exercise of voting rights);

四　民法（明治二十九年法律第八十九号）第六百六十七条第一項（組合契約）に規定する組合契約で会社に対する投資事業を営むことを約するものによって成立する組合（一人又は数人の組合員にその業務の執行を委任しているものに限る。）の組合員（業務の執行を委任された者を除く。以下この号において「非業務執行組合員」という。）となり、組合財産として取得し、又は所有する株式又は持分（非業務執行組合員が議決権を行使することができる場合及び議決権の行使について非業務執行組合員が業務の執行を委任された者に指図を行うことができる場合を除く。）

(iv) shares or equity interests acquired or owned as assets of a partnership established in accordance with a partnership contract as provided in Article 667, paragraph (1) (Partnership Contract) of the Civil Code (Act No. 89 of 1896) under which the parties thereto undertake to carry out business of investment in companies (limited to a partnership which appoints one or several partners to execute the business), by way of becoming its partner (excluding a partner appointed to execute the business; referred to below as a "non-operating partner" in this item) (excluding the cases where the non-operating partner is entitled to exercise voting rights and where a non-operating partner is authorized to give instruction on the exercise of voting rights to a partner appointed to execute the business); or

五　前二号に準ずる株式又は持分として金融庁長官の承認を受けたもの

(v) those approved by the Commissioner of the Financial Services Agency as being equivalent to the shares or equity interests prescribed in the preceding two items.

２　法第二条第十五項の規定により、信託財産である株式又は持分に係る議決権で、会社又は当該議決権の保有者が委託者若しくは受益者として行使し、又はその行使について指図を行うことができるものから除かれる内閣府令で定める議決権は、投資信託及び投資法人に関する法律（昭和二十六年法律第百九十八号）第十条の規定により当該会社が投資信託委託会社（同法第二条第十一項に規定する投資信託委託会社をいう。以下同じ。）としてその行使について指図を行う株式又は持分に係る議決権及び同法第十条の規定に相当する外国の法令の規定により当該会社が同法に相当する外国の法令の規定により投資信託委託会社に相当する者としてその行使について指図を行う株式又は持分に係る議決権とする。

(2) The voting rights represented by the shares or equity interests comprising trust property, which are designated by Cabinet Office Order to be excluded from the voting rights which entitle the company or holder of the voting rights,

as a settlor or a beneficiary, to exercise or to give instruction on exercise of the voting rights, as referred to Article 2, paragraph (15) of the Act, are the voting rights represented by the shares or equity interests, the exercise of which is instructed by that company as the settlor company of an investment trust (meaning a settlor company of an investment trust as provided in Article 2, paragraph (11) of the Act on Investment Trust and Investment Corporations (Act No. 198 of 1951); the same applies below), pursuant to the provisions of Article 10 of that Act; and the voting rights represented by the shares or equity interests, the exercise of which are, in accordance with the provisions of the laws and regulations of the foreign state equivalent to Article 10 of that Act, instructed by that company as may be deemed equivalent to a settlor company of an investment trust pursuant to the provisions of the laws and regulations of a foreign state equivalent to that Act.

３　保険会社は、第一項第五号の承認を受けようとするときは、承認申請書に理由書を添付して金融庁長官に提出しなければならない。

(3) If an insurance company seeks to obtain an approval under paragraph (1), item (v), it must submit to the Commissioner of the Financial Services Agency a written application for approval, attaching a written statement of reasons.

４　金融庁長官は、前項の規定による承認の申請があったときは、当該申請に係る株式又は持分について、当該申請をした保険会社が議決権を行使し、又はその行使について指図を行うことができないものであるかどうかを審査するものとする。

(4) If the application for approval under the preceding paragraph is filed, the Commissioner of the Financial Services Agency is to examine whether the applicant insurance company is not entitled to exercise the voting rights represented by the shares or equity interests regarding which the relevant application is filed, or to give instruction as to exercise of the voting rights.

（法人に準ずるもの）

(Organization Equivalent to Corporation)

第一条の四　法第二条の二第一項第一号に規定する法人に準ずるものとして内閣府令で定めるものは、法人でない社団又は財団で代表者又は管理人の定めがあるものとする。

Article 1-4 An equivalent of a corporation to be specified by Cabinet Office Order, as provided in Article 2-2, paragraph (1), item (i) of the Act is an association or foundation without legal personality for which a representative person or an administrator has been appointed.

（計算書類等に係る連結の方法等）

(Method of Consolidation of Financial Statements)

第一条の五　法第二条の二第一項第二号に規定する内閣府令で定めるところにより連結してその計算書類その他の書類を作成するものとされる会社は、連結財務諸表規則第二条第一号に規定する連結財務諸表提出会社とする。

Article 1-5 (1) The companies required to prepare its financial statements or any other documents on a consolidated basis pursuant to the provisions of Cabinet Office Order, as provided in Article 2-2, paragraph (1), item (ii) of the Act, are companies submitting consolidated financial statements as provided in Article 2, item (i) of the Regulations on Consolidated Financial Statements.

２　法第二条の二第一項第二号に規定する内閣府令で定めるところにより計算される数は、当該会社の保有する当該保険会社等（保険会社又は少額短期保険業者をいう。以下同じ。）の特定議決権（法第二条第十一項に規定する議決権から会社法（平成十七年法律第八十六号）第八百七十九条第三項（特別清算事件の管轄）の規定により議決権を有するものとみなされる株式についての議決権を除いたものをいう。以下この項において同じ。）の数に、その連結する会社等（同号に規定する会社等をいう。以下この条から第一条の七までにおいて同じ。）について、次の各号に掲げる区分に従い、それぞれ当該各号に定める当該保険会社等の特定議決権の数を合算した数に係る特定議決権比率（その保有する一の保険会社等の特定議決権の数を当該保険会社等の総株主の特定議決権の数で除して得た数をいう。）を当該保険会社等の総株主の議決権の数に乗じて得た数とする。

(2) The number to be calculated in accordance with the formula to be provided by the Cabinet Office Order, as provided in Article 2-2, paragraph (1), item (ii) of the Act, is the amount derived by multiplying the number of voting rights of all shareholders in an insurance company, etc. (meaning an insurance company or a small amount and short term insurance company; the same applies below), by the specified voting rights ratio (the "specified voting rights" means the voting rights as provided in Article 2, paragraph (11) of the Act, excluding the voting rights represented by shares deemed as shares with voting rights pursuant to the provisions of Article 879, paragraph (3) (Jurisdiction over a Special Liquidation Case) of the Companies Act (Act No. 86 of 2005), the same applies below in this paragraph; and the "specified voting rights ratio" means the number of specified voting rights held in a single insurance company, etc., divided by the number of specified voting rights of all shareholders in the insurance company, etc.), on the basis of the sum of the number of the specified voting rights in the insurance company, etc. held by the company and the number of the specified voting rights in the insurance company, etc. related to the consolidated companies, etc. (meaning companies, as provided in Article 2-2, paragraph (1), item (ii) of the Act; the same applies below in this Article to Article 1-7) as referred to in the following items in accordance with the categories respectively stated in that item:

一　当該会社の子会社（財務諸表等規則第八条第三項に規定する子会社をいう。）　その保有する当該保険会社等の特定議決権の数

(i) a subsidiary company (meaning a subsidiary company as provided in Article 8, paragraph (3) of the Regulations on Financial Statements, etc.) of the company: the number of specified voting rights in the insurance company, etc.

that are held by that subsidiary company;

二　当該保険会社等に係る議決権の行使について財務諸表等規則第八条第六項第三号に規定する認められる者及び同意している者となる者　その保有する当該保険会社等の特定議決権の数

(ii) a party entitled to exercise, or deemed to have consented to exercise, the voting rights in the insurance company, etc., as provided in Article 8, paragraph (6), item (iii) of the Regulations on Financial Statements, etc.: the number of specified voting rights in the insurance company, etc. held by that party;

三　当該会社の関連会社（財務諸表等規則第八条第五項に規定する関連会社をいう。）（前号に掲げる者を除く。）　当該関連会社の純資産のうち当該会社に帰属する部分の当該純資産に対する割合を当該関連会社の保有する当該保険会社等の特定議決権の数に乗じて得た数

(iii) the company's affiliated company (meaning an affiliated company as provided in Article 8, paragraph (5) of the Regulations on Financial Statements, etc.) (excluding a party stated in the preceding item): the number derived by multiplying the ratio of the affiliated company's net assets to the net assets belonging to that company, by the number of specified voting rights in the insurance company, etc. held by the affiliated company.

（密接な関係を有する会社等）

(Companies in Close Relationship)

第一条の六　法第二条の二第一項第三号に規定する内閣府令で定める会社等は、次に掲げる会社等とする。

Article 1-6 (1) The companies, etc. to be specified by Cabinet Office Order, as provided in Article 2-2, paragraph (1), item (iii) of the Act are as follows:

一　当該会社等が他の会社等の総株主又は総出資者の議決権の過半数を保有している場合における当該他の会社等

(i) another company, etc., if the majority of voting rights of all shareholders or contributors in that another company, etc. are held by the company, etc.; or

二　他の会社等が当該会社等の総株主又は総出資者の議決権の過半数を保有している場合における当該他の会社等

(ii) another company, etc., if that another company, etc. holds the majority of the voting rights of all of the company's shareholders or contributors.

２　前項の場合において、他の会社等によってその総株主又は総出資者の議決権の過半数を保有されている会社等が保有する議決権は、当該他の会社等が保有する議決権とみなす。

(2) In the case referred to in the preceding paragraph, the voting rights held by a company, etc. majority of whose voting rights of all shareholders or equity interest holders are held by another company, etc. are deemed as voting rights

held by that another company, etc.

３　令第十三条の五の二第六項の規定は、前二項の場合において会社等又は他の会社等が保有する議決権について準用する。

(3) The provisions of Article 13-5-2, paragraph (6) of the Cabinet Order apply mutatis mutandis to voting rights held by the company, etc. or another company, etc. in the case where the preceding two paragraphs apply.

（連結基準対象会社等に準ずる者）

(Parties Equivalent to Company Subject to Standards for Consolidation)

第一条の七　法第二条の二第一項第七号に規定する内閣府令で定める者及び内閣府令で定めるところにより計算される数は、次の各号に掲げる者の区分に応じ当該各号に定める数とする。

Article 1-7 The parties to be specified by Cabinet Office Order and the number to be calculated in accordance with Cabinet Office Order, as provided in Article 2-2, paragraph (1), item (vii) of the Act are the number specified in the following items, in accordance with the categories of the parties as respectively stated in that item:

一　保険持株会社等（保険持株会社又は少額短期保険持株会社（法第二百七十二条の三十七第二項に規定する少額短期保険持株会社をいう。以下同じ。）をいう。以下この条において同じ。）の主要株主基準値以上の数の議決権の保有者（法第二条の二第一項第一号に掲げる者を含み、同項第二号から第六号までに掲げる者を除く。）　その保有する当該保険持株会社等の議決権の数を当該保険持株会社等の総株主の議決権の数で除して得た数に当該保険持株会社等の子会社である保険会社等の総株主の議決権の数を乗じて得た数又は当該者、当該保険持株会社等及び当該保険持株会社等の子会社等（保険持株会社にあっては法第二百七十一条の二十四第一項に規定する子会社等をいい、少額短期保険持株会社にあっては法第二百七十二条の四十第一項に規定する子会社等をいう。次号において同じ。）が保有する当該保険持株会社等の子会社である保険会社等の議決権の数を合算して得た数のうちいずれか少ない数

(i) a holder of a voting rights not less than the major shareholder threshold of an insurance holding company, etc. (meaning an insurance holding company or a small amount and short term insurance holding company (meaning a small amount and short term insurance holding company as provided in Article 272-37, paragraph (2) of the Act; the same applies below); the same applies below in this Article) (including the parties stated in Article 2-2, paragraph (1), item (i) of the Act; and excluding the parties stated in items (ii) through (vi) of the same paragraph): the number derived by dividing the number of voting rights in the insurance holding company, etc. held by the holder by the number of voting rights of all shareholders of the insurance holding company, etc., then multiplying the relevant number by the number of the voting rights of all shareholders of an insurance company, etc. which is the subsidiary company of the insurance holding company, or, the sum of the number of voting rights in an insurance company, etc. which is the subsidiary company of the insurance holding company, etc. held by the holder, the insurance holding company, etc. or a subsidiary company, etc. (meaning a subsidiary company, etc. as provided in Article 271-24, paragraph (1) of the Act in the case of an insurance holding company; or, meaning a subsidiary company, etc. as provided in Article 272-40, paragraph (1) of the Act in the case of a small amount and short term insurance holding company; the same applies in the following item) of the insurance holding company, etc., whichever is smaller;

二　法第二条の二第一項第二号から第六号までの規定中「保険会社等」を「保険持株会社等」と読み替えて適用することとしたならば当該各号に掲げる者となる者（当該各号に掲げる者及び前号に掲げる者を除く。）　それぞれ当該各号に定める議決権の数を当該議決権に係る株式を発行した保険持株会社等の総株主の議決権の数で除して得た数に当該保険持株会社等の子会社である保険会社等の総株主の議決権の数を乗じて得た数又は当該者、当該者の連結する会社等、当該者に係る会社等集団（同項第三号に規定する会社等集団をいう。）に属する会社等、当該者の合算議決権数（同項第五号に規定する合算議決権数をいう。）を計算する場合においてその保有する議決権を合算若しくは加算する会社等若しくは個人若しくは当該者の共同保有者（同項第六号に規定する共同保有者をいう。第二百八条において同じ。）、当該保険持株会社等及び当該保険持株会社等の子会社等が保有する当該保険持株会社等の子会社である保険会社等の議決権の数をそれぞれ合算して得た数のうちいずれか少ない数

(ii) the person who falls under the items of Article 2-2, paragraph (1), items (ii) through (vi) of the Act, given that these provisions are applied by replacing the term "insurance company, etc." to "insurance holding companies, etc." (excluding the persons stated in the relevant item and the person stated in the preceding paragraph): the lesser of the following amounts: the number of the voting rights as specified in the relevant items divided by the number of voting rights of all shareholders of the insurance holding company, etc. which has issued the shares representing the voting rights, and multiply the resulting number by the number of voting rights held by all shareholders of the insurance company, etc. which is a subsidiary company of the insurance holding company, etc.; or the number the sum of the voting rights in insurance company, etc. which is the subsidiary company of the insurance holding company, etc. held by the relevant party, the companies, etc. consolidated with that party, companies, etc. belonging to the corporate group (meaning the corporate group as provided in item (iii) of the same paragraph), companies, etc. or individuals persons whose voting rights are added when calculating the aggregate voting rights (meaning the aggregate voting rights as provided in item (v) of the same paragraph) of that party, or joint holder of the party (meaning the joint holder as provided in item (vi) of the same paragraph; the same applies in Article 208), the insurance holding company, etc. or its subsidiary companies, etc.

（訳文の添付）

(Attachment of Japanese Translation)

第二条　法、令又はこの府令の規定により内閣総理大臣、金融庁長官又は財務局長若しくは福岡財務支局長（次条、第二百四十四条及び第二百四十六条において「内閣総理大臣等」という。）に提出する書類で、特別の事情により日本語で記載することができないものがあるときは、その訳文を付さなければならない。

Article 2 When, due to any special circumstance, it is impossible to prepare the Japanese version of any document required to be submitted to the Prime Minister, the Commissioner of the Financial Services Agency, Director-General of Local Finance Bureau or Director-General of the Fukuoka Local Finance Branch Bureau (referred to below as the "Prime Minister or other official" in the following Article, Article 244 and Article 246) pursuant to the provisions of the Act, the Cabinet Order or this Cabinet Office Order, a Japanese translation of that document must be attached to it.

（外国通貨の換算）

(Conversion of Foreign Currency)

第三条　法、令又はこの府令の規定により内閣総理大臣等に提出する書類中、外国通貨により金額を表示するものがあるときは、当該金額を本邦通貨に換算をした金額及びその換算に用いた換算率を付記しなければならない。

Article 3 If any document required to be submitted to the Prime Minister or other official under the Act, the Cabinet Order or this Cabinet Office Order contains any document with description of the amount in a foreign currency, the amount converted into the Japanese currency and the conversion rates used for the conversion must be stated in that document.

第二編　保険会社等

Part II Insurance Company

第一章　通則

Chapter I General Rules

（疾病等に類する事由）

(Causes Similar to Sickness)

第四条　法第三条第四項第二号ニに規定する内閣府令で定める事由は、次に掲げる事由とする。

Article 4 The causes to be specified by Cabinet Office Order, as provided in Article 3, paragraph (4), item (ii), (d) of the Act are as follows:

一　出産及びこれを原因とする人の状態

(i) parturition, and state of human body caused by the parturition;

二　不妊治療を要する身体の状態

(ii) state of human body requiring fertility treatment;

三　老衰を直接の原因とする常時の介護を要する身体の状態

(iii) state of human body requiring constant nursing care, directly resulted from senility; and

四　骨髄の提供及びこれを原因とする人の状態

(iv) donation of bone marrow, and state of human body caused by the donation.

（治療に類する行為）

(Activities Similar to Medical Treatment)

第五条　法第三条第四項第二号ホに規定する内閣府令で定める行為は、次に掲げる行為とする。

Article 5 The activities to be specified to Cabinet Office Order, as provided in Article 3, paragraph (4), item (ii), (e) of the Act are as follows:

一　保健師助産師看護師法（昭和二十三年法律第二百三号）第三条（定義）に規定する助産師が行う助産

(i) midwifery performed by a midwife as provided in Article 3 (Definitions) of the Act on Public Health Nurses, Midwives and Nurses (Act No. 203 of 1948);

二　柔道整復師法（昭和四十五年法律第十九号）第二条（定義）に規定する柔道整復師が行う施術

(ii) therapies performed by a judo therapist as provided in Article 2 (Definitions) of the Judo Therapists Act (Act No. 19 of 1970);

三　あん摩マツサージ指圧師、はり師、きゆう師等に関する法律（昭和二十二年法律第二百十七号）に基づくあん摩マッサージ指圧師、はり師又はきゅう師が行う施術（医師の指示に従って行うものに限る。）

(iii) therapies to be performed by a massage and figure pressure therapists, acupuncture therapists or moxacauterization therapists as provided in the Act on Practitioners of Massage, Finger Pressure, Acupuncture and Moxacauterization, etc. (Act No. 217 of 1947) (limited to therapies performed in accordance with the instructions from medical doctors).

（免許申請書の添付書類）

(Documents to Be Attached to Written Application for License)

第六条　法第四条第二項に規定する内閣府令で定める書類は、次に掲げる書類とする。

Article 6 (1) The documents to be specified by Cabinet Office Order, as provided in Article 4, paragraph (2) of the Act, are as follows:

一　理由書

(i) a written statement of reasons;

二　会社の登記事項証明書

(ii) a certificate of registered matters of the company;

三　創立総会が招集されたときは、その創立総会の議事録（会社法第八十二条第一項（創立総会の決議の省略）の規定により創立総会の決議があったものとみなされる場合には、当該場合に該当することを証する書面。以下同じ。）（当該保険会社が株式移転（法第九十六条の八第一項に規定する組織変更株式移転を含む。）により設立された場合又は会社分割により設立された場合には、これに関する株主総会の議事録（会社法第三百十九条第一項（株主総会の決議の省略）の規定により株主総会の決議があったものとみなされる場合には、当該場合に該当することを証する書面。以下同じ。）その他必要な手続があったことを証する書面）

(iii) the minutes of organizational meeting, if the meeting was called (in a case where, pursuant to the provisions of Article 82, paragraph (1) (Omission of Resolutions at Organizational Meetings) of the Companies Act, the resolution of an organizational meeting is deemed to have been adopted, a document certifying that the company falls under the relevant case; the same applies below) (or, if the insurance company has been incorporated through a share transfer (including share transfer on entity conversion as provided in Article 96-8, paragraph (1) of the Act) or through company split, the minutes of the relevant shareholders meeting (in a case where, pursuant to the provisions of Article 319, paragraph (1) (Omission of Resolution at Shareholders Meetings) of the Companies Act, a resolution of a shareholders meeting is deemed to have been made, a document certifying that the company falls in the relevant case; the same applies below) or any other document certifying that necessary procedures have been implemented);

四　事業計画書

(iv) business plan;

五　直近の日計表その他の最近における財産及び損益の状況を知ることができる書類

(v) the latest daily accounts sheet or any other document disclosing the current status of properties and profits and losses;

六　取締役及び監査役（監査等委員会設置会社（監査等委員会を置く株式会社又は相互会社をいう。以下同じ。）にあっては取締役、指名委員会等設置会社（指名委員会等（法第四条第一項第三号に規定する指名委員会等をいう。）を置く株式会社又は相互会社をいう。以下同じ。）にあっては、取締役及び執行役）の履歴書

(vi) résumés of directors and company auditors (if the company is a company with audit and supervisory committee (meaning a stock company or mutual company with audit and supervisory committee; the same applies below), résumés of directors, and if the company is a company with nominating committee, etc. (meaning a stock company or mutual company with nominating committee, etc. (meaning the nominating committee, etc. as provided in Article 4, paragraph (1), item (iii) of the Act); the same applies below), résumés of directors and executive officers);

七　会計参与設置会社（会計参与を置く株式会社又は相互会社をいう。以下同じ。）

にあっては、会計参与の履歴書（会計参与が法人であるときは、当該会計参与の沿革を記載した書面及びその職務を行うべき社員の履歴書。以下同じ。）
(vii) if the company is a company with accounting advisors (meaning a stock company or mutual company with accounting advisors; the same applies below), résumé of its accounting advisors (if any accounting advisor is a corporation, a document describing its background and the résumé of a member who is to perform the duties of that corporation; the same applies below);
八　会計監査人の履歴書（会計監査人が法人であるときは、当該会計監査人の沿革を記載した書面及びその職務を行うべき社員の履歴書。以下同じ。）
(viii) résumés of financial auditors (if any financial auditor is a corporation, a document describing its background and the résumé of a member who is to perform the duties of the corporation; the same applies below);
九　主要な株主の商号、名称又は氏名及びその保有する議決権の数を記載した書面（相互会社の場合にあっては、社員になろうとする者の名簿）
(ix) a document describing the trade name or name of major shareholders and the number of voting rights held by the major shareholders (if the company is a mutual company, a list of its prospective members);
十　保険会社の業務に関する知識及び経験を有する従業員の確保の状況を記載した書類
(x) a document describing the status of maintenance of employees with knowledge and experience related to business of an insurance company;
十一　法第三条第一項の免許を受けようとする者が子会社等（法第九十七条の二第三項前段に規定する子会社等をいう。以下この号及び第十条の二第五号において同じ。）を有する場合には、次に掲げる書類
(xi) if the party seeking a license under Article 3, paragraph (1) of the Act has any subsidiary company, etc. (meaning a subsidiary company, etc. as provided in the first sentence of Article 97-2, paragraph (3) of the Act; the same applies below in this item and Article 10-2, item (v)), the following documents:
イ　当該子会社等の名称及び主たる営業所又は事務所の位置を記載した書類
(a) a document describing the name of the subsidiary company, etc. and the location of its principal business office or principal office;
ロ　当該子会社等の役員（役員が法人であるときは、その職務を行うべき者を含む。）の役職名及び氏名又は名称を記載した書類
(b) a document describing the job titles and names of the officers of the subsidiary company, etc. (if any of its officer is a corporation, the officers include a person to perform the duties of the corporation);
ハ　当該子会社等の業務の内容を記載した書類
(c) a document describing the details of business of the subsidiary company, etc.;

ニ　当該子会社等の最終の貸借対照表（関連する注記を含む。以下同じ。）、損益計算書（関連する注記を含む。以下同じ。）、株主資本等変動計算書（関連する注記を含む。以下同じ。）その他の当該子会社等の最近における業務、財産及び損益の状況を知ることができる書類

(d) the latest balance sheet (including the relevant notes; the same applies below), profit and loss statement (including the notes in reference thereto; the same applies below), and the statement of changes in shareholders' equity (including the notes in reference thereto; the same applies below) of the subsidiary company, etc., and any other document disclosing the recent status of its business, properties, and profits and losses; and

ホ　法第三条第一項の免許を受けようとする者及びその子会社等の業務、財産及び損益の状況の見込みを記載した書類

(e) a document describing the prospect on business, properties, and profits and losses of the party seeking the license under Article 3, paragraph (1) of the Act as well as its subsidiary company, etc.;

十二　当該免許申請に係る保険が第三分野保険（法第三条第四項第二号若しくは第五項第二号に掲げる保険（以下この号において「第三分野の元受保険」という。）又は同条第五項第一号に掲げる保険のうち第三分野の元受保険に係る再保険であって、元受保険契約（保険契約のうち再保険契約以外のものをいう。第三十三条第三項第一号及び第三号、第二百二十七条の二第三項第十二号並びに第二百三十四条の二十一の二第一項第十号において同じ。）に係る全ての保険責任が移転され、かつ、当該保険責任の全部に相当する責任準備金が積み立てられるものをいう。以下同じ。）の保険契約（保険期間が一年以下の保険契約（当該保険契約の更新時において保険料率の変更をしないことを約した保険契約を除く。）及び第二百十二条第一項第五号に規定する傷害保険契約その他これに準ずる給付を行う保険契約を除く。以下この条、第十一条第七号、第五十三条第一項第二号、第百十八条第一項第六号、第百七十九条第一項第七号、第二百二十七条の二第三項第十一号、第二百三十四条の二十一の二第一項第九号及び第二百四十三条において同じ。）を含む場合にあっては、当該第三分野保険の保険契約に関する法第四条第二項第四号に掲げる書類の記載事項が保険数理に基づき合理的かつ妥当なものであることについて、保険計理人が確認した結果を記載した意見書

(xii) if the insurance regarding which the license application is filed covers any insurance contract (excluding an insurance contracts whose insurance period is one year or shorter (excluding the insurance contracts with a special agreement not to revise the insurance premiums rate upon the renewal of the contract); and also excluding injury insurance contract as provided in Article 212, paragraph (1), item (v) and any other types of insurance contracts providing for the payment of any other similar benefits; the same applies below in this Article, Article 11, item (vii), Article 53, paragraph (1), item (ii), Article 118, paragraph (1), item (vi), Article 179, paragraph (1), item (vii), Article 227-2, paragraph (3), item (xi), Article 234-21-2, paragraph (1), item

(ix) and Article 243) for the third-sector insurance (meaning the insurance stated in Article 3, paragraph (4), item (ii) or paragraph (5), item (ii) of the Act (referred to below as the "third-sector primary insurance" in this item), or the insurance stated in Article 3, paragraph (5), item (i) which falls under the reinsurance for the third-sector primary insurance, whereby all insurance liabilities under the primary insurance contracts (meaning the insurance contracts which are not reinsurance contracts; the same applies in Article 33, paragraph (3), items (i) and (iii), Article 227-2, paragraph (3), item (xii) and Article 234-21-2, paragraph (1), item (x)) are transferred, and for which the policy reserve equivalent to the entire insurance liability is to be provided; the same applies below), a written opinion stating the results of the actuary's verification that the matters stated in the documents specified in Article 4, paragraph (2), item (iv) of the Act which relate to the contract for third-sector insurance are reasonable and adequate in terms of the actuarial methodology; and

十三　その他法第五条第一項の規定による審査をするため参考となるべき事項を記載した書類

(xiii) any other document describing information which would be informative for implementation of the examination under Article 5, paragraph (1) of the Act.

２　前項第四号の事業計画書には保険募集の計画及び収支の見込み並びにそれらの基礎となる事項を記載しなければならない。

(2) In a business plan as referred to in item (iv) of the preceding paragraph, insurance solicitation plan, prospect on income and expenditure, and information which would serve their basis.

３　保険会社以外の株式会社が従前の目的を変更して保険業を営むため法第四条第一項の規定により免許申請書を提出する場合においては、同条第二項に規定する内閣府令で定める書類は、第一項（第三号に係る部分を除く。）に規定する書類のほか、次に掲げる書類とする。

(3) When a stock company which is not an insurance company submits a written application for license under Article 4, paragraph (1) so as to carry out the insurance business by amending its prior business purposes, the documents to be specified by Cabinet Office Order, as provided in paragraph (2) of the same Article are the following documents, beyond the documents provided in paragraph (1) (excluding the portion related to item (iii)):

一　従前の目的を変更して保険業を営むことを決議した株主総会の議事録

(i) minutes of shareholders meeting resolving that it will engage in insurance business by amending its prior business purposes;

二　従前の定款及び免許申請の際に現に存する取引の性質を明らかにする書面

(ii) the articles of incorporation before the amendment, and documents identifying the natures of transactions already in effect as of the time of the application of license; and

三　最終の貸借対照表、損益計算書及び株主資本等変動計算書

(iii) the latest balance sheet, profit and loss statement and statement of changes in shareholders' equity, etc.

（免許申請手続）

(Procedures for License Application)

第七条　法第四条第一項の免許申請書及びその添付書類は、正本一通を金融庁長官を経由して内閣総理大臣に提出しなければならない。

Article 7 (1) For submitting a written application for license under Article 4, paragraph (1) of the Act as well as its attachments, an original must be submitted to the Prime Minister via the Commissioner of the Financial Services Agency.

２　法第三条第一項の免許を受けようとする者又は同項の免許を受けようとする保険業を営む株式会社若しくは相互会社の設立を予定している者は、法第四条に定めるところに準じた書類を金融庁長官を経由して内閣総理大臣に提出して予備審査を求めることができる。

(2) A party seeking a license under Article 3, paragraph (1) of the Act or a party intending to incorporate a stock company or a mutual company engaged in insurance business regarding which a license under the same paragraph is sought may make an application for the preliminary examination, by way of submitting to the Prime Minister, via the Commissioner of the Financial Services Agency, documents equivalent to those provided for in Article 4 of the Act.

（事業方法書の記載事項）

(Matters to Be Stated in Statement of Business Procedures)

第八条　法第三条第一項の免許の申請者（以下この条から第十条までにおいて「免許申請者」という。）は、次に掲げる事項を法第四条第二項第二号に掲げる書類に記載しなければならない。

Article 8 (1) An applicant of license under Article 3, paragraph (1) of the Act (referred to below as a "license applicant" in this Article through Article 10) must state the following matters in the documents as referred to in Article 4, paragraph (2), item (ii) of the Act:

一　被保険者又は保険の目的の範囲及び保険の種類（再保険を含む。）の区分

(i) scope of the insured or the insurance purposes, and categories of types of insurances (including reinsurances);

二　保険金額及び保険期間に関する事項

(ii) the matters concerning insurance amount and insurance period;

三　被保険者又は保険の目的の選択及び保険契約の締結の手続に関する事項

(iii) the matters concerning determination of the insured or the purposes of insurance; and the matters concerning the procedures for conclusion of insurance contracts;

四　保険料の収受並びに保険金及び払い戻される保険料その他の返戻金の支払に関する事項

(iv) the matters related to receiving of insurance premiums; and the matters related to payment of insurance proceeds and refunds including insurance premiums refunds;

五　保険証券（保険法（平成二十年法律第五十六号）第六条第一項、第四十条第一項又は第六十九条第一項の書面をいう。以下同じ。）、保険契約の申込書及びこれらに添付すべき書類に記載する事項

(v) the matters to be stated in insurance policy certificate (meaning a document under Article 6, paragraph (1), Article 40, paragraph (1) or Article 69, paragraph (1) of the Insurance Act (Act No. 56 of 2008); the same applies below), application for insurance contracts, and documents to be attached thereto;

六　保険契約の特約に関する事項

(vi) the matters concerning special provisions under insurance contracts;

七　保険約款の規定による貸付けに関する事項

(vii) the matters concerning loan to be granted under policy conditions; and

八　保険金額、保険の種類又は保険期間を変更する場合の取扱いに関する事項

(viii) the matters concerning treatment in cases of modification to insurance amount, insurance types or insurance period.

２　免許申請者は、特別勘定（法第百十八条第一項の規定により設ける特別の勘定をいう。以下この章から第五章までにおいて同じ。）を設ける場合においては、前項各号に掲げる事項のほか、次に掲げる事項を記載しなければならない。ただし、特別勘定を設ける保険契約が、第八十三条第一号イからカまでのいずれかに掲げるものに該当する場合においては、第三号に掲げる事項を記載することを要しない。

(2) When a license applicant creates a special account (meaning a special account to be created pursuant to the provisions of Article 118, paragraph (1) of the Act; the same applies below in this Chapter to Chapter V), the applicant must, in addition to the matters stated in the items of the preceding paragraph, state the following matters; provided, however, that if the insurance contract for which a special account is to be created falls under the cases stated in any of Article 83, item (i), (a) through (n), it is not required to state the matters stated in item (iii):

一　特別勘定を設ける保険契約の種類

(i) a type of the insurance contract for which a special account is to be created;

二　特別勘定に属する財産の種類及び評価の方法

(ii) types of properties in the special account, and the appraisal method therefor; and

三　保険料の全部又は一部を特別勘定に振り替える日

(iii) the day when insurance premiums, in whole or in part, are transferred to the special account.

３　免許申請者は、積立勘定（第三十条の三第一項（第六十三条において準用する場合を含む。）の規定により設ける勘定をいう。以下この項及び第十一条において同じ。）を設ける場合においては、第一項各号に掲げる事項のほか、次に掲げる事項を記載しなければならない。

(3) When a license applicant creates an accumulation account (meaning an account created pursuant to the provisions of Article 30-3, paragraph (1) (including as applied mutatis mutandis pursuant to Article 63); the same applies below in this paragraph and Article 11), the applicant must, in addition to the matters stated in the items of paragraph (1), state the following matters:

一　積立勘定を設ける保険契約の種類

(i) a type of insurance contract for which an accumulation account is to be created;

二　保険料のうち積立勘定に経理されるもの

(ii) insurance premiums whose accounting is to be managed in the accumulation account; and

三　積立勘定に属する財産の種類及び評価の方法

(iii) types of properties in the accumulation account, and the appraisal method therefor.

（普通保険約款の記載事項）

(Matters to Be Stated in General Policy Conditions)

第九条　免許申請者は、次に掲げる事項を法第四条第二項第三号に掲げる書類に記載しなければならない。

Article 9 A license applicant must state the following matters in the document stated in Article 4, paragraph (2), item (iii) of the Act:

一　保険金の支払事由

(i) causes of payment of insurance proceeds;

二　保険契約の無効原因

(ii) causes which render an insurance contract invalid;

三　保険者としての保険契約に基づく義務を免れるべき事由

(iii) causes which release the insurer from its obligations under the insurance contract;

四　保険者としての義務の範囲を定める方法及び履行の時期

(iv) method of specifying the scope of the insurer's obligations, and the timing for the performance;

五　保険契約者又は被保険者が保険約款に基づく義務の不履行のために受けるべき不利益

(v) disadvantage which may be suffered by a policyholder or an insured as a result of its failure in performance of the obligations under the policy conditions;

六　保険契約の全部又は一部の解除の原因及び当該解除の場合における当事者の有する権利及び義務

(vi) grounds which give rise to cancellation of an insurance contract in whole or part, and the rights and obligations of the parties if the cancellation is effected; and

七　契約者配当（法第百十四条第一項に規定する契約者配当をいう。以下この章から第五章まで及び第十二章において同じ。）又は社員に対する剰余金の分配を受ける権利を有する者がいる場合においては、その権利の範囲

(vii) if any person is entitled to receive policy dividends (meaning policy dividends as provided in Article 114, paragraph (1) of the Act; the same applies below in this Chapter through Chapter V and in Chapter XII) or distribution of surplus to members, the scope of entitlement.

（保険料及び責任準備金の算出方法書の記載事項）

(Matters to Be Stated in Statement of Calculation Procedures for Insurance Premiums and Policy Reserve)

第十条　免許申請者は、法第三条第四項の生命保険業免許の申請の場合にあっては第一号から第六号まで及び第八号に掲げる事項を、同条第五項の損害保険業免許の申請の場合にあっては第一号から第四号まで及び第六号から第八号までに掲げる事項（第三号に掲げる事項にあっては第七十条第一項第一号イの保険料積立金（以下この条において単に「保険料積立金」という。）を計算する保険契約又は同項第三号の払戻積立金を積み立てる保険契約に係る事項に、第四号に掲げる事項にあっては社員に対する剰余金の分配又は契約者配当を行う保険契約に係る事項に、第六号に掲げる事項にあっては保険料積立金を計算する保険契約に係る事項に、それぞれ限るものとする。）を、法第四条第二項第四号に掲げる書類に記載しなければならない。

Article 10 A license applicant must state in the document referred to in Article 4, paragraph (2), item (iv) of the Act the following matters: the matters stated in items (i) through (vi) and item (viii), in the case of an application for life insurance business license under Article 3, paragraph (4) of the Act; or the matters stated in items (i) through (iv) and items (vi) through (viii) (as for the matters stated in item (iii), limited the matters relating to an insurance contract for which an insurance premiums reserve under Article 70, paragraph (1), item (i), (a) (simply referred to below as "insurance premiums reserve" in this Article) is to be calculated or for which refund reserve under item (iii) of that item is to be set aside; as for the matters stated in item (iv), limited to the matters relating to an insurance contract wherein surplus or policy dividends are to be distributed to members; or as for the matters stated in item (vi), limited to the matters relating to an insurance contract for which insurance premiums reserve is to be calculated), in the case of an application for non-life insurance business license under Article 3, paragraph (5) of the Act:

一　保険料の計算の方法（その計算の基礎となる係数を要する場合においては、その係数を含む。）に関する事項
(i) the matters related to the method for calculation of insurance premiums (when the method requires a coefficient which serves the basis of calculation, the coefficient is included);
二　責任準備金（法第百十六条第一項の責任準備金をいう。以下この章から第八章までにおいて同じ。）の計算の方法（その計算の基礎となる係数を要する場合においては、その係数を含む。）に関する事項
(ii) the matters related to the method of calculation (when the method requires a coefficient which serves the basis of that calculation, the coefficient is included) of policy reserves (meaning policy reserves referred to in Article 116, paragraph (1) of the Act; the same applies below in this Chapter to Chapter VIII);
三　返戻金の額その他の被保険者のために積み立てるべき額を基礎として計算した金額（以下「契約者価額」という。）の計算の方法及びその基礎に関する事項
(iii) the matters related to the method and basis of calculation of the amount of refunds or any other amount to be calculated based upon the amount to be reserved for the insured (referred to below as the "policyholder value");
四　第三十条の五第一項第一号の社員配当準備金又は第六十四条第一項の契約者配当準備金及び社員に対する剰余金の分配又は契約者配当の計算の方法に関する事項
(iv) the matters related to the method of calculation of the members' dividend reserve referred to in Article 30-5, paragraph (1), item (i) or policy dividend reserve referred to in Article 64, paragraph (1), and distribution of surplus to members or policy dividends;
五　未収保険料の計上に関する事項
(v) the matters related to posting of uncollected insurance premiums;
六　保険金額、保険の種類又は保険期間を変更する場合における計算の方法に関する事項
(vi) the matters related to calculation methods applied in the case of modification to the insurance amount, insurance type or insurance period;
七　純保険料（保険料のうち将来の保険金の支払に充てられると見込まれるものをいう。第百二十二条及び第二百十一条の六において同じ。）に関する事項
(vii) the matters related to Net Insurance Premiums (meaning the portion of insurance premiums which is expected to be allocated for future payment of insurance proceeds; the same applies in Article 122 and Article 211-6); and
八　その他保険数理に関して必要な事項
(viii) any other matters necessary in relation to actuarial methodology.

（免許の審査）
(License Examination)
第十条の二　内閣総理大臣は、法第三条第一項の免許の申請に係る法第五条第一項に規

定する審査をするときは、次に掲げる事項に配慮するものとする。

Article 10-2 When conducting an examination provided in Article 5, paragraph (1) of the Act which relates to the license application under Article 3, paragraph (1) of the Act, the Prime Minister is to pay due regards to the following circumstances:

一　当該免許の申請に係る免許が法第三条第四項の生命保険業免許の場合には、事業開始後十事業年度を経過するまでの間に申請者の一事業年度の当期純利益又は当期純剰余が見込まれること。

(i) if the category of the license for which the application is filed is a life insurance business license referred to in Article 3, paragraph (4) of the Act, that the applicant is expected to generate current net income or current net surplus in a single business year before the elapse of tenth business year after commencement of its business;

二　当該免許の申請に係る免許が法第三条第五項の損害保険業免許の場合には、事業開始後五事業年度を経過するまでの間に申請者の一事業年度の当期純利益又は当期純剰余が見込まれること。

(ii) if the category of the license for which the application is filed is a non-life insurance business license referred to in Article 3, paragraph (5) of the Act, that the applicant is expected to generate current net income or current net surplus in a single business year before the elapse of fifth business year after commencement of its business;

三　申請者の経営の健全性を判断するための指標が当該免許後適正な水準を維持することが見込まれること。

(iii) that, after the license is granted, the applicant is expected to maintain the benchmark for the soundness of its business management at an appropriate level;

四　免許申請書に添付された法第四条第二項第一号に掲げる書類に記載された事項が申請者の業務の健全かつ適正な運営を確保するものであること。

(iv) that the matters contained in the documents stated in Article 4, paragraph (2), item (i) of the Act as attached to the written application for registration are adequate for securing the applicant's sound and proper business operation; and

五　申請者及びその子会社等において収支が良好に推移することが見込まれること。

(v) that the applicant and its subsidiary company, etc. are expected to demonstrate sound income and expenditure results.

（事業方法書等の審査基準）

(Criteria for Examination of Statement of Business Procedures)

第十一条　法第五条第一項第三号ホに規定する内閣府令で定める基準は、次に掲げる基準とする。

Article 11 The criteria to be specified by Cabinet Office Order, as provided in

Article 5, paragraph (1), item (iii), (e) of the Act is as follows:

一　保険契約の内容が、保険契約者等（法第五条第一項第三号イに規定する保険契約者等をいう。以下同じ。）の需要及び利便に適合した妥当なものであること。

(i) that the terms and conditions of the insurance contract appropriately match the needs and convenience of policyholders, etc. (meaning policyholders, etc. as provided in Article 5, paragraph (1), item (iii), (a) of the Act; the same applies below);

二　次のイ及びロに掲げる手続に関する当該イ及びロに定める同意の方式について、書面による方式その他これに準じた方式が明瞭に定められていること。

(ii) that, for the method of obtaining consent provided in (a) or (b) below in relation to the procedure stated in (a) or (b), respectively, a method to obtain the consent in writing or any other equivalent method is clearly provided:

イ　保険契約の締結（被保険者の同意を必要とする契約の変更を含む。次号において同じ。）　保険法第三十八条又は第六十七条第一項の同意

(a) conclusion of an insurance contract (including the modification to contracts which requires consent from the insured; the same applies below in the following item): consent under Article 38 or Article 67, paragraph (1) of the Insurance Act;

ロ　保険法第四十三条第一項又は第七十二条第一項に規定する保険金受取人の変更　同法第四十五条又は第七十四条第一項の同意

(b) change of a beneficiary provided in Article 43, paragraph (1) or Article 72, paragraph (1) of the Insurance Act: consent under Article 45 or Article 74, paragraph (1) of that Act;

二の二　電気通信回線に接続している情報処理の用に供する機器を利用して、保険契約の申込みその他の保険契約の締結の手続を行うものについては、保険契約の申込みをした者の本人確認、被保険者（当該保険契約の締結時において被保険者が特定できない場合を除く。）の身体の状況の確認、契約内容の説明、情報管理その他当該手続の遂行に必要な事項について、保険契約者等の保護及び業務の的確な運営が確保されるための適切な措置が講じられていること。

(ii)-2 that, when the application of or any other procedures for conclusion of an insurance contract are to be handled by the use of devices connected to telecommunication lines made available for information processing, adequate measures are implemented so as to secure protection of policyholders, etc. and appropriate business operation, in relation to identify confirmation of the applicants of insurance contracts, checking of physical conditions of the insured (excluding the case where the insured cannot be identified at the time of conclusion of the insurance contract), explanation of contract terms and conditions, information management and any other aspects as may be required for implementation of those procedures;

三　保険契約の解約による返戻金の開示方法が、保険契約者等の保護に欠けるおそれのない適正なものであり、かつ、明瞭に定められていること。

(iii) that the method of disclosure of information on surrender value of an insurance contract is appropriate and bears no risk of negative impact on protection of policyholders, etc., and that the method is clearly provided;

三の二　次に掲げる保険契約のうち、令第四十五条第一号から第四号までに掲げる場合のいずれかに該当するため法第三百九条第一項に規定する申込みの撤回等を行うことができないものにあっては、特定早期解約（保険契約の解約のうち、当該保険契約の成立の日又はこれに近接する日から起算して十日以上の一定の日数を経過するまでの間に限り、解約により保険契約者に払い戻される返戻金の計算に際して、契約者価額から控除する金額を零とし、及び当該保険契約に係る費用として保険料から控除した金額の全額を契約者価額に加算するものをいう。第五十三条の十二において同じ。）を行うことができる旨の定めがあること。ただし、法第三百九条第一項第二号から第五号までに掲げる場合若しくは令第四十五条第五号から第八号までに掲げる場合のいずれかに該当するため当該申込みの撤回等を行うことができない場合、又は令第四十五条第一号から第四号までに掲げる場合のいずれかに該当する場合において当該保険会社が当該申込みの撤回等に応じる旨の定めがある場合は、この限りでない。

(iii)-2 that, in the case of any of the following insurance contracts regarding which the revocation, etc. of application as provided in Article 309, paragraph (1) of the Act is unacceptable due the ground that falls under any of the cases specified in Article 45, items (i) through (iv) of the Cabinet Order, the insurance contract may provide for an option for a special early cancellation (meaning a cancellation of an insurance contract regarding which, for the purpose of calculation of the surrender value payable to the policyholders, the deduction from the policyholder value is treated as zero and the contract expenses deducted from the insurance premiums is added to the policyholder value, only for the period until the elapse of certain number of days not less than ten days counting from the execution date of the insurance contract or the dates close to it; the same applies in Article 53-12); provided, however, this does not apply to the case where the revocation, etc. of the application is unacceptable on the ground of falling under any of the cases stated in Article 309, paragraph (1), items (ii) through (v) of the Act or in Article 45, items (v) through (viii) of the Cabinet Order; or where the insurance contract contains a provision that the insurance company accepts the revocation, etc. of the application if any of the cases specified in Article 45, items (i) through (iv) of the Cabinet Order applies:

イ　第七十四条各号に掲げる保険契約

(a) insurance contracts stated in the items of Article 74;

ロ　解約による返戻金の額が、金利、通貨の価格、金融商品市場（金融商品取引法第二条第十四項に規定する金融商品市場をいう。以下同じ。）における相場その他の指標に係る変動により保険料の合計額を下回ることとなるおそれがある保険契約（イに掲げるものを除く。）

(b) an insurance contract (excluding the insurance contracts as referred to in (a) above) which entails potential risk that the surrender value may fall short of the total amount of insurance premiums, as a result of a fluctuation in indicators such as interest rate, value of currencies or quotations on the Financial instruments market (meaning the Financial instruments market as provided in Article 2, paragraph (14) of the Financial Instruments and Exchange Act; the same applies below);

ハ　保険金、返戻金その他の給付金（以下「保険金等」という。）の額を外国通貨をもって表示する保険契約（イ又はロに掲げるものを除く。）

(c) an insurance contract (excluding the insurance contracts referred to in (a) or (b) above) under which the amount of insurance proceeds, refunds or any other benefits (referred to below as "insurance proceeds, etc.") are indicated in foreign currencies;

四　法第三条第四項第一号又は第二号に掲げる保険の引受けを行う場合においては、保険金の支払基準及び限度額が適正であること。

(iv) that, when the insurance stated in Article 3, paragraph (4), item (i) or (ii) of the Act is to be underwritten, the criteria for payment and the maximum limitation of the insurance proceeds are adequate;

五　特別勘定又は積立勘定を設ける保険契約にあっては、それらに属する財産の運用に係る体制が適正であること。

(v) that, in the case of an insurance contract for which a special account or an accumulation account is to be created, the structures for investment of the properties in those accounts are adequate;

六　保険契約者に対して、第二百二十七条の二第三項第六号から第九号まで及び第二百三十四条の二十一の二第一項第四号から第七号までに定める書面の交付又は当該書面に記載すべき事項の第二百二十七条の二第四項及び第二百三十四条の二十一の二第二項に規定する電磁的方法による提供をした上で、当該保険契約者から当該書面を受領した旨の署名若しくは押印を得る措置又はこれに準ずる措置が明確に定められていること。

(vi) that the measures are clearly prescribed so that the documents specified in Article 227-2, paragraph (3), items (vi) through (ix) and Article 234-21-2, paragraph (1), items (iv) through (vii) are to be furnished to a policyholder or the matters to be stated in the documents are to be furnished by electronic or magnetic means provided in Article 227-2, paragraph (4) and Article 234-21-2, paragraph (2), and that signature or seals in acknowledgment of the receipt of those documents by the policyholder are to be obtained, or that similar measures are clearly prescribed;

七　保険会社が保険料率その他の契約内容の全部又は一部を変更（保険契約の内容の追加又は削除及び保険契約の全部又は一部の解除を含む。）することができることを約した保険契約にあっては、次に掲げるいずれかの要件を満たすものであること。

(vii) that, in the case of an insurance contract regarding which the insurance company undertakes that insurance premiums rate or any other terms and conditions under the contract may be modified (including addition to or deletion of the terms and conditions under the contract, and also including whole or partial cancellation of that contract), in whole or in part, any of the following requirements is met:

イ　保険契約の内容が変更されることがある場合の要件、変更箇所、変更内容及び保険契約者に内容の変更を通知する時期が明確に定められていること。この場合において、第三分野保険の保険契約で基礎率変更権（保険契約締結時の保険料計算の基礎となる保険事故発生率（以下「予定発生率」という。）について、実際の保険事故発生率（以下「実績発生率」という。）が保険契約締結時の予測と相違し又は今後明らかに相違することが予測されるため、予定発生率を変更して保険料又は保険金の額の変更を行う権利のことをいう。以下同じ。）に関する規定を法第四条第二項第三号に掲げる書類に記載する場合は、予定発生率に対する実績発生率の状況を示す指標を基に、当該基礎率変更権の行使に係る法第百二十三条第一項の規定に基づく認可を申請することができる基準（第五十三条第一項第二号イからハまで、第二百二十七条の二第三項第十一号イ及び第二百三十四条の二十一の二第一項第九号イにおいて「基礎率変更権行使基準」という。）を明確に定めていること。

(a) that, when any of the terms and conditions under the insurance contract are subject to any modification, the requirement, the provisions subject to modification, the details of the modification, and the timing for informing the policyholder of the relevant change are clearly provided; in this case, if, in connection with the contracts for third-sector insurance, the provisions on the right to modification of base rate (meaning the right to effect any modification to the amount of insurance premiums or the amount of insurance proceeds by amending the incidence rate of insured events which served as the basis of calculation of insurance premiums as of the time of conclusion of the insurance contract (referred to below as the "assumed incidence rate"), due to the reason that the actual incidence rate of insured events (referred to below as "actual incidence rate") deviate or will likely deviate from the estimation as of the time of conclusion of the insurance contract; the same applies below) is to be stated in the document stated in Article 4, paragraph (2), item (iii) of the Act, the criteria for judgment of eligibility for application of the recognition under Article 123, paragraph (1) of the Act which relates to the exercise of the right to modification of base rate (referred to as "criteria for exercise of right to modification of base rates" in Article 53, paragraph (1), item (ii), (a) through (c), Article 227-2, paragraph (3), item (xi), (a) and Article 234-21-2, paragraph (1), item (ix), (a)) is clearly provided based on the indicator reflecting the figure of the actual incidence rate against the assumed incidence rate;

ロ　保険会社が保険契約者に対して、保険契約の内容の変更を通知した場合、当該

保険契約者等が不利益を受けることなく当該保険契約を将来に向かって解除できるものであること。
(b) that, when the insurance company notifies the policyholder of any amendment to the terms and conditions under the insurance contract, the policyholder may effect non-retroactive cancellation of the insurance contract without suffering any disadvantage.

（保険料及び責任準備金の算出方法書の審査基準）
(Criteria for Examination of Statement of Calculation Procedures for Insurance Premiums and Policy Reserve)
第十二条　法第五条第一項第四号ハに規定する内閣府令で定める基準は、次に掲げる基準とする。
Article 12 The criteria to be specified by Cabinet Office Order, as provided in Article 5, paragraph (1), item (iv), (c) of the Act is as follows:
一　契約者価額の計算が、保険契約者等にとって不当に不利益なものでないこと。
(i) that the calculation of the policyholder value is not unreasonably disadvantageous to the policyholder, etc.;
二　当該書類に記載された事項（保険料に係る部分を除く。）に関し、特定の者に対して不当な差別的取扱いをするものでないこと。
(ii) that, regarding the matters specified in the document (excluding the portion related to the insurance premiums), a specific party is not treated in an unreasonably discriminatory manner; and
三　自動車の運行に係る保険（自動車損害賠償保障法（昭和三十年法律第九十七号）第五条（責任保険又は責任共済の契約の締結強制）の自動車損害賠償責任保険を除く。）の引受けを行う場合においては、次に掲げるすべての要件を満たすものであること。
(iii) that, when the automobile driving insurance (excluding automobile damage liability insurance as provided in Article 5 (Compulsory Execution of Contract for Liability Insurance or Liability Mutual Aid Insurance) of the Automobile Liability Security Act (Act No. 97 of 1955)) is to be underwritten, the insurance satisfies all of the following requirements:
イ　純保険料率の算出につき危険要因を用いる場合には、次に掲げるいずれかの危険要因により、又はそれらの危険要因の併用によること。
(a) that, when a risk factor is to be used for the calculation of net insurance premiums rate, the risk factor is one or more of the following factors:
（１）　年齢
1. age;
（２）　性別
2. sex;
（３）　運転歴
3. driving history;

（４）　営業用、自家用その他自動車の使用目的

4. purpose of use of automobile, such as business use or personal use;

（５）　年間走行距離その他自動車の使用状況

5. status of use of automobile, such as driving distance per year;

（６）　地域

6. districts;

（７）　自動車の種別

7. automobile type;

（８）　自動車の安全装置の有無

8. whether the automobile is equipped with safety device; and

（９）　自動車の所有台数

9. the number of automobiles owned;

ロ　イに規定する危険要因による純保険料率の格差が統計及び保険数理に基づき定められていること。

(b) that the disparity of net insurance premiums rate based on the risk factors as provided in (a) above is provided in conformity with the statistics and actuarial methodology;

ハ　イに規定する年齢、性別及び地域に係る純保険料率が、別表の上欄に掲げる区分に応じ、同表の下欄に掲げる要件を満たすものであること。

(c) that the net insurance premiums rate related to age, sex and district as provided in (a) above satisfies the requirements listed in the left columns of Appended Form hereto, in accordance with the categories as respectively listed in the right columns;

ニ　法第四条第二項第四号に規定する書類に、免許に係る保険料を中心とした一定範囲内で保険料を修正することを記載する場合には、その範囲が免許に係る保険料に対し、千分の百二十五を乗じたものを加えたもの又は減じたものを、それぞれ上限又は下限とするものであること。

(d) that, if the documents as provided in Article 4, paragraph (2), item (iv) of the Act contain the description that the insurance premiums are subject to modification to the certain extent within the proximity of the insurance premiums for which the license has been granted, the maximum or minimum limit of the range is the amount of insurance premiums for which the license has been granted, plus or less 1.25 percent of that amount, respectively.

（商号又は名称）

(Trade Name or Name)

第十三条　法第七条第一項に規定する生命保険会社であることを示す文字として内閣府令で定めるものは、生命保険とする。

Article 13 (1) The characters to be specified by Cabinet Office Order denoting that the company is an insurance company, as provided in Article 7, paragraph

(1) of the Act, are "life insurance".

２　法第七条第一項に規定する損害保険会社であることを示す文字として内閣府令で定めるものは、次に掲げるものとする。

(2) The characters to be specified by Cabinet Office Order denoting that the company is a non-life insurance company, as provided in Article 7, paragraph (1) of the Act, are as follows:

一　火災保険

(i) fire insurance;

二　海上保険

(ii) marine insurance;

三　傷害保険

(iii) injury insurance;

四　自動車保険

(iv) automobile insurance;

五　再保険

(v) reinsurance; and

六　損害保険

(vi) non-life insurance.

３　損害保険会社は、前項各号に掲げる文字のうちいずれか一の号のものをその商号又は名称中に使用することをもって足りる。

(3) A non-life insurance company may use any of the characters stated in the items of the preceding paragraph in its trade name or name, in order to suffice the requirements.

第十四条　削除

Article 14 Deleted

（取締役等の兼職の認可の申請等）

(Application for Authorization of Directors' Concurrent Holding of Positions at Other Companies)

第十四条の二　保険会社の常務に従事する取締役（指名委員会等設置会社にあっては、執行役。次項において同じ。）は、法第八条第一項の認可を受けようとするときは、認可申請書に次に掲げる書類を添付し、当該保険会社を経由して金融庁長官に提出しなければならない。ただし、常務に従事しようとする他の会社が保険会社又は外国保険会社等である場合においては、第五号に掲げる書類を添付することを要しない。

Article 14-2 (1) If a director (an executive officer, in the case of a company with nominating committee, etc.; the same applies in the following paragraph) engaged in the ordinary business of an insurance company seeks to obtain an authorization referred to in Article 8, paragraph (1) of the Act, the director must submit the written application for authorization with the following documents attached to it, and submit them to the Commissioner of the

Financial Services Agency via that insurance company; provided, however, that if the other company which intend to engage in ordinary business falls under the category of an insurance company or a foreign insurance company, etc., it is not required to attach the document stated in item (v):

一　理由書

(i) a written statement of reasons;

二　履歴書

(ii) résumé;

三　保険会社及び当該他の会社における常務の処理方法を記載した書面

(iii) a document describing the method of handling ordinary business of the insurance company and the relevant other company;

四　保険会社と当該他の会社との取引その他の関係を記載した書面

(iv) a document describing the relationships, such as transactions, between the insurance company and the relevant other company;

五　当該他の会社の定款、最終の貸借対照表、損益計算書、事業報告書及び株主資本等変動計算書（相互会社にあっては、剰余金の処分又は損失の処理に関する書面及び基金等変動計算書（関連する注記を含む。以下同じ。））（これらに類する書類を含む。）その他最近における業務、財産及び損益の状況に関する事項を記載した書面

(v) articles of incorporation of the relevant other company; the latest balance sheet, profit and loss statement, business report and statement of changes in shareholders' equity, etc. (in the case of a mutual company, a document on appropriation of surplus and disposition of loss and a statement of changes in funds, etc. (including the relevant notes; the same applies below)) (including documents similar to these documents); as well as any other document disclosing the matters related to the recent status of business, properties, and profits and losses; and

六　その他参考となるべき事項を記載した書類

(vi) a document containing any other matters which would serve as reference information.

２　金融庁長官は、前項の規定による認可の申請があったときは、当該認可の申請に係る取締役が保険会社の常務に従事することに対し、当該認可の申請に係る兼職を行うことが何らの支障を及ぼすおそれのないものであるかどうかを審査するものとする。

(2) When the application for authorization under the preceding paragraph is filed, the Commissioner of the Financial Services Agency is to examine whether it is unlikely that the assumption of dual positions for which the application for the authorization is filed will give rise to any negative impact on the director's engagement in the ordinary business of the insurance company.

３　第一項の規定による保険会社に対する認可申請書又は当該認可申請書に添付すべき書類（以下この項において「認可申請書等」という。）の提出については、当該認可申請書等が電磁的記録（法第四条第三項に規定する電磁的記録をいう。第五十三条の

十二を除き、以下同じ。）で作成されている場合には、電磁的方法（法第十六条第二項第四号に規定する電磁的方法をいう。第五十二条の十五、第五十二条の十七、第五十二条の十八、第五十二条の二十一第一項、第五十二条の二十四、第五十三条、第二百二十七条の二、第二百三十四条、第二百三十四条の二十一の二及び第二百三十四条の二十七を除き、以下同じ。）をもって行うことができる。

(3) A written application for authorization to be submitted to an insurance company under paragraph (1) and documents to be attached to the written application for authorization (collectively referred to below as a "written application for authorization, etc." in this paragraph) may be submitted by electronic or magnetic means (meaning the electronic or magnetic means as provided in Article 16, paragraph (2), item (iv) of the Act; the same applies below, excluding Article 52-15, Article 52-17, Article 52-18, Article 52-21, paragraph (1), Article 52-24, Article 53, Article 227-2, Article 234, Article 234-21-2 and Article 234-27), if the written application for authorization, etc. is prepared in the form of an electronic or magnetic record (meaning the electronic or magnetic record as provided in Article 4, paragraph (3) of the Act; the same applies below, excluding Article 53-12).

第一章の二　電磁的記録及び電磁的方法等

Chapter I-2 Electronic or Magnetic Records and Electronic or Magnetic Means

（電磁的記録）

(Electronic or Magnetic Records)

第十四条の三　法第四条第三項（法第二百七十二条の二第三項において準用する場合を含む。）及び第百七十六条に規定する内閣府令で定めるものは、磁気ディスクその他これに準ずる方法により一定の情報を確実に記録しておくことができる物をもって調製するファイルに情報を記録したものとする。

Article 14-3 The records to be specified by Cabinet Office Order, as provided in Article 4, paragraph (3) (including as applied mutatis mutandis pursuant to Article 272-2, paragraph (3) of the Act) and Article 176 of the Act, are the files storing information, which are prepared with any object enabling secure storage of certain information through magnetic disks or any other equivalent means.

（電磁的記録に記録された事項を表示する方法）

(Method to Indicate Information Stored in Electronic or Magnetic Records)

第十四条の四　次に掲げる規定に規定する内閣府令で定める方法は、次に掲げる規定の電磁的記録に記録された事項を紙面又は映像面に表示する方法とする。

Article 14-4 The methods to be specified by Cabinet Office Order, as provided in the following provisions, are displaying of the information stored in the

electronic or magnetic records on a written document or on a screen:
一　法第十六条第二項第三号（法第五十七条第四項において準用する場合を含む。）
(i) Article 16, paragraph (2), item (iii) of the Act (including as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act);
二　法第十七条の四第二項第三号（法第五十七条第四項において準用する場合を含む。）
(ii) Article 17-4, paragraph (2), item (iii) of the Act (including as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act);
三　法第二十六条第二項第三号
(iii) Article 26, paragraph (2), item (iii) of the Act;
四　法第三十条の八第六項において準用する会社法第七十四条第七項第二号（議決権の代理行使）、第七十六条第五項（電磁的方法による議決権の行使）及び第八十一条第三項第二号（議事録）
(iv) Article 74, paragraph (7), item (ii) (Proxy Voting), Article 76, paragraph (5) (Voting by Electronic or Magnetic Means) and Article 81, paragraph (3) (Minutes) of the Companies Act, as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act;
五　法第三十二条の二第三項第二号
(v) Article 32-2, paragraph (3), item (ii) of the Act;
六　法第四十一条第一項において準用する会社法第三百十条第七項第二号（議決権の代理行使）、第三百十二条第五項（電磁的方法による議決権の行使）、第三百十八条第四項第二号（議事録）及び第三百十九条第三項第二号（株主総会の決議の省略）
(vi) Article 310, paragraph (7), item (ii) (Proxy Voting), Article 312, paragraph (5) (Voting by Electronic or Magnetic Means), Article 318, paragraph (4), item (ii) (Minutes) and Article 319, paragraph (3), item (ii) (Omission of Resolutions at Shareholders Meetings) of the Companies Act, as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act;
七　法第四十四条の二第三項（法第七十七条第六項において準用する場合を含む。）において準用する会社法第三百十条第七項第二号（議決権の代理行使）
(vii) Article 310, paragraph (7), item (ii) (Proxy Voting) of the Companies Act, as applied mutatis mutandis pursuant to Article 44-2, paragraph (3) of the Act (including as applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act);
八　法第四十九条第一項において準用する会社法第三百十二条第五項（電磁的方法による議決権の行使）及び第三百十八条第四項第二号（議事録）
(viii) Article 312, paragraph (5) (Voting by Electronic or Magnetic Means) and Article 318, paragraph (4), item (ii) (Minutes) of the Companies Act, as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act;
九　法第五十三条の十六において準用する会社法第三百七十一条第二項第二号（議事録等）

(ix) Article 371, paragraph (2), item (ii) (Minutes) of the Companies Act, as applied mutatis mutandis pursuant to Article 53-16 of the Act;

十　法第五十三条の十七において準用する会社法第三百七十四条第二項第二号（会計参与の権限）及び第三百七十八条第二項第三号（会計参与による計算書類等の備置き等）

(x) Article 374, paragraph (2), item (ii) (Authority of Accounting Advisors) and Article 378, paragraph (2), item (iii) (Keeping and Inspection of Financial Statements by Accounting Advisors) of the Companies Act, as applied mutatis mutandis pursuant to Article 53-17 of the Act;

十一　法第五十三条の二十一において準用する会社法第三百九十四条第二項第二号（議事録）（法第五十三条の二十一において準用する会社法第三百九十四条第三項において準用する場合を含む。）

(xi) Article 394, paragraph (2), item (ii) (Minutes) of the Companies Act, as applied mutatis mutandis pursuant to Article 53-21 of the Act (including as applied mutatis mutandis pursuant to Article 394, paragraph (3) of the Companies Act, as further applied mutatis mutandis pursuant to Article 53-21 of the Act);

十二　法第五十三条の二十二第二項第二号

(xii) Article 53-22, paragraph (2), item (ii) of the Act;

十三　法第五十三条の二十三の二第六項において準用する会社法第三百九十九条の十一第二項第二号（議事録）（法第五十三条の二十三の二第六項において準用する会社法第三百九十九条の十一第三項において準用する場合を含む。）

(xiii) Article 399-11, paragraph 2, item (ii) (Minutes) of the Companies Act as applied mutatis mutandis pursuant to Article 53-23-2, paragraph (vi) of the Act (including as applied mutatis mutandis pursuant to Article 399-11, paragraph (3) of the Companies Act as applied mutatis mutandis pursuant to Article 53-23-2, paragraph (6) of the Act);

十四　法第五十三条の二十八第六項において準用する会社法第四百十三条第二項第二号（議事録）

(xiv) Article 413, paragraph (2), item (ii) (Minutes) of the Companies Act, as applied mutatis mutandis pursuant to Article 53-28, paragraph (6) of the Act;

十五　法第五十四条の八第三項第三号

(xv) Article 54-8, paragraph (3), item (iii) of the Act;

十六　法第六十一条の五において準用する会社法第六百八十四条第二項第二号（社債原簿の備置き及び閲覧等）

(xvi) Article 684, paragraph (2), item (ii) (Keeping and Making Available for Inspection of Bond Register) of the Companies Act, as applied mutatis mutandis pursuant to Article 61-5 of the Act;

十七　法第六十一条の八第二項において準用する会社法第七百三十一条第三項第二号（議事録）

(xvii) Article 731, paragraph (3), item (ii) (Minutes) of the Companies Act, as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act;

十八　法第六十一条の八第二項において準用する会社法第七百三十五条の二第三項第二号（社債権者集会の決議の省略）

(xviii) Article 735-2, paragraph (3), item (ii) (Omission of Resolutions at Bondholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act;

十九　法第六十九条の二第三項第三号及び第五項第三号

(xix) Article 69-2, paragraph (3), item (iii) and paragraph (5), item (iii) of the same Article of the Act;

二十　法第七十四条第三項において準用する会社法第七十四条第七項第二号（議決権の代理行使）

(xx) Article 74, paragraph (7), item (ii) of the Companies Act (Proxy Voting) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act;

二十一　法第七十四条第三項（法第七十七条第六項において準用する場合を含む。）において準用する会社法第七十六条第五項（電磁的方法による議決権の行使）及び第八十一条第三項第二号（議事録）

(xxi) Article 76, paragraph (5) (Voting by Electronic or Magnetic Means) and Article 81, paragraph (3), item (ii) (Minutes) of the Companies Act, as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act (including as applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act);

二十二　法第八十二条第三項第三号（法第九十六条の十五において準用する場合を含む。）

(xxii) Article 82, paragraph (3), item (iii) of the Act (including as applied mutatis mutandis pursuant to Article 96-15 of the Act);

二十三　法第八十七条第三項第三号及び第五項第三号

(xxiii) Article 87, paragraph (3), item (iii) and paragraph (5), item (iii) of the same Article of the Act;

二十四　法第九十六条の五第三項において準用する会社法第七百九十一条第四項（吸収分割又は株式交換に関する書面等の備置き及び閲覧等）において準用する同条第三項第三号

(xxiv) Article 791, paragraph (3), item (iii) (Keeping and Inspection of Documents Concerning Absorption-Type Company Splits or Share Exchanges) of the Companies Act as applied mutatis mutandis pursuant to paragraph (4) of the same Article, as further applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act;

二十五　法第九十六条の五第三項において準用する会社法第七百九十四条第三項第三号（吸収合併契約等に関する書面等の備置き及び閲覧等）

(xxv) Article 794, paragraph (3), item (iii) (Keeping and Inspection of

Documents Concerning an Absorption-Type Merger Agreement) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act;

二十六　法第九十六条の五第三項において準用する会社法第八百一条第六項（吸収合併等に関する書面等の備置き及び閲覧等）において準用する同条第四項第三号

(xxvi) Article 811, paragraph (4), item (iii) (Keeping and Inspection of Documents Concerning an Absorption-Type Mergers) of the Companies Act, as applied mutatis mutandis pursuant to paragraph (6) of the same Article, as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act;

二十七　法第九十六条の九第五項において準用する会社法第八百三条第三項第三号（新設合併契約等に関する書面等の備置き及び閲覧等）

(xxvii) Article 803, paragraph (3), item (iii) (Keeping and Inspection of Documents Concerning a Consolidation-Type Merger Agreement) of the Companies Act, as applied mutatis mutandis pursuant to Article 96-9, paragraph (5) of the Act;

二十八　法第九十六条の九第五項において準用する会社法第八百十一条第四項（新設分割又は株式移転に関する書面等の備置き及び閲覧等）において準用する同条第三項第三号

(xxviii) Article 811, paragraph (3), item (iii) (Keeping and Inspection of Documents Concerning an Incorporation-Type Company Split or Share Transfer) of the Companies Act, as applied mutatis mutandis pursuant to paragraph (4) of the same Article, as applied mutatis mutandis pursuant to Article 96-9, paragraph (5) of the Act;

二十九　法第九十六条の九第五項において準用する会社法第八百十五条第六項（新設合併契約等に関する書面等の備置き及び閲覧等）において準用する同条第四項第三号

(xxix) Article 815, paragraph (4), item (iii) (Keeping and Inspection of Documents Concerning a Consolidation-Type Merger Agreement) of the Companies Act, as applied mutatis mutandis pursuant to paragraph (6) of the same Article, as applied mutatis mutandis pursuant to Article 96-9, paragraph (5) of the Act;

三十　法第百五十六条の二第二項第三号

(xxx) Article 156-2, paragraph (2), item (iii) of the Act;

三十一　法第百六十五条の二第二項第三号

(xxxi) Article 165-2, paragraph (2), item (iii) of the Act;

三十二　法第百六十五条の九第二項第三号

(xxxii) Article 165-9, paragraph (2), item (iii) of the Act;

三十三　法第百六十五条の十三第三項第三号（法第百六十五条の十四第三項において準用する場合を含む。）

(xxxiii) Article 165-13, paragraph (3), item (iii) of the Act (including as applied

mutatis mutandis pursuant to Article 165-14, paragraph (3) of the Act);
三十四　法第百六十五条の十五第二項第三号
(xxxiv) Article 165-15, paragraph (2), item (iii) of the Act;
三十五　法第百六十五条の十九第二項第三号
(xxxv) Article 165-19, paragraph (2), item (iii) of the Act;
三十六　法第百六十五条の二十一第三項第三号（法第百六十五条の二十二第三項において準用する場合を含む。）
(xxxvi) Article 165-21, paragraph (3), item (iii) of the Act (including as applied mutatis mutandis pursuant to Article 165-22, paragraph (3) of the Act);
三十七　法第百六十六条第三項第三号
(xxxvii) Article 166, paragraph (3), item (iii) of the Act;
三十八　法第百八十条の十五において準用する会社法第三百七十一条第二項第二号（議事録等）
(xxxviii) Article 371, paragraph (2), item (ii) (Minutes) of the Companies Act as applied mutatis mutandis pursuant to Article 180-15 of the Act;
三十九　法第百八十条の十七において準用する会社法第四百九十六条第二項第三号（貸借対照表等の備置き及び閲覧等）
(xxxix) Article 496, paragraph (2), item (iii) (Keeping and Inspection of Balance Sheet) of the Companies Act, as applied mutatis mutandis pursuant to Article 180-17 of the Act;
四十　法第百九十六条第五項第三号
(xl) Article 196, paragraph (5), item (iii);
四十一　法第二百二十四条第三項第三号
(xli) Article 224, paragraph (3), item (iii);
四十二　法第二百四十条の七第二項第三号
(xlii) Article 240-7, paragraph (2), item (iii) of the Act; and
四十三　法第三百三十三条第一項第六号
(xliii) Article 333, paragraph (1), item (vi) of the Act.

（電磁的方法）
(Electronic or Magnetic Means)
第十四条の五　法第十六条第二項第四号（法第五十七条第四項において準用する場合を含む。）に規定する電子情報処理組織を使用する方法その他の情報通信の技術を利用する方法であって内閣府令で定めるものは、次に掲げる方法とする。
Article 14-5 (1) The methods to be specified by Cabinet Office Order using an electronic data processing system or any other information and communication technology, as provided in Article 16, paragraph (2), item (iv) of the Act (including as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act) are as follows:
一　電子情報処理組織を使用する方法のうちイ又はロに掲げるもの
(i) a method whereby electronic data processing system is to be used, as stated

in (a) or (b) below:

イ　送信者の使用に係る電子計算機と受信者の使用に係る電子計算機とを接続する電気通信回線を通じて送信し、受信者の使用に係る電子計算機に備えられたファイルに記録する方法

(a) to transmit information via telecommunications line connected between a computer used by the sender and that used by the recipient, and to record the information in a file stored on a computer used by the recipient; or

ロ　送信者の使用に係る電子計算機に備えられたファイルに記録された情報の内容を電気通信回線を通じて情報の提供を受ける者の閲覧に供し、当該情報の提供を受ける者の使用に係る電子計算機に備えられたファイルに当該情報を記録する方法

(b) to provide recipients access to the details of information recorded into a file stored on a computer used by the sender via telecommunications line, and to record the information in a file stored on a computer used by the recipient;

二　磁気ディスクその他これに準ずる方法により一定の情報を確実に記録しておくことができる物をもって調製するファイルに情報を記録したものを交付する方法

(ii) to deliver the file storing the Information, which is prepared with any object enabling secure storage of certain information through magnetic disks or any other equivalent means.

２　前項各号に掲げる方法は、受信者がファイルへの記録を出力することにより書面を作成することができるものでなければならない。

(2) The method stated in the items of the preceding paragraph is the method which enables a recipient to create a document by way of outputting information stored in the file.

（電子署名）

(Electronic Signatures)

第十四条の六　次に掲げる規定に規定する内閣府令で定める署名又は記名押印に代わる措置は、電子署名とする。

Article 14-6 (1) The alternative to affixing signature or name and seal, which is to be specified by Cabinet Office Order, as provided in the following provisions, is an electronic signature:

一　法第二十二条第二項

(i) Article 22, paragraph (2) of the Act;

二　法第五十三条の十六及び第百八十条の十五において準用する会社法第三百六十九条第四項（取締役会の決議）

(ii) Article 369, paragraph (4) (Resolution at Board of Directors Meetings) of the Companies Act, as applied mutatis mutandis pursuant to Article 53-16 and Article 180-15 of the Act;

三　法第五十三条の二十一において準用する会社法第三百九十三条第三項（監査役会

の決議）
(iii) Article 393, paragraph (3) of the Companies Act (Resolution at Board of Company Auditors Meetings), as applied mutatis mutandis pursuant to Article 53-21 of the Act;
四　法第五十三条の二十三の二第六項において準用する会社法第三百九十九条の十第四項（監査等委員会の決議）
(iv) Article 399-10, paragraph (4) (Resolution at Audit and Supervisory Committee Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 53-23-2, paragraph (6) of the Act;
五　法第五十三条の二十八第六項において準用する会社法第四百十二条第四項（指名委員会等の決議）
(v) Article 412, paragraph (4) (Resolution at Nominating Committee Meetings) of the Companies Act, as applied mutatis mutandis pursuant to Article 53-28, paragraph (6) of the Act; and
六　法第六十一条の五において準用する会社法第六百八十二条第三項（社債原簿記載事項を記載した書面の交付等）及び第六百九十五条第三項（質権に関する社債原簿の記載事項を記載した書面の交付等）
(vi) Article 682, paragraph (3) (Delivery of Documents Showing Information Required to Be Entered in the Bond Register) and Article 695, paragraph (3) (Delivery of Documents Showing Information That Has Been Entered in the Bond Register Regarding Pledges) of the Companies Act, as applied mutatis mutandis pursuant to Article 61-5 of the Act.
２　前項に規定する「電子署名」とは、電磁的記録に記録することができる情報について行われる措置であって、次の要件のいずれにも該当するものをいう。
(2) The term "electronic signature" as provided in the preceding paragraph means a measure to be implemented for information recordable in an electronic or magnetic records, and which satisfies all of the following requirements:
一　当該情報が当該措置を行った者の作成に係るものであることを示すためのものであること。
(i) that the purpose of the measure is to identify that the information was created by the person who has implemented the measure; and
二　当該情報について改変が行われていないかどうかを確認することができるものであること。
(ii) that the measure enables verification as to whether the information has been altered.

（検査役が提供する電磁的記録）
(Electronic or Magnetic Records to Be Provided by Inspectors)
第十四条の七　次に掲げる規定に規定する内閣府令で定めるものは、商業登記規則（昭和三十九年法務省令第二十三号）第三十六条第一項（電磁的記録の構造等）に規定する電磁的記録媒体（電磁的記録に限る。）及び次に掲げる規定により電磁的記録の提

供を受ける者が定める電磁的記録とする。
Article 14-7 The electronic or magnetic records to be specified by Cabinet Office Order, as provided in the following provisions, are electronic or magnetic storage media as provided in Article 36, paragraph (1) (Structure of Electronic or Magnetic Records) of the Regulations on Commercial Registrations (Ministry of Justice Order No. 23 of 1964) (limited to electronic or magnetic records); and the electronic or magnetic records to be designated by the person who receives the electronic or magnetic records pursuant to the provisions of the following provisions:
一　法第二十四条第二項において準用する会社法第三十三条第四項（定款の記載又は記録事項に関する検査役の選任）
(i) Article 33, paragraph (4) (Appointment of Inspector of Information Specified or Recorded in the Articles of Incorporation) of the Companies Act, as applied mutatis mutandis pursuant to Article 24, paragraph (2) of the Act;
二　法第四十条第二項及び第四十七条第二項において準用する会社法第三百六条第五項（株主総会の招集手続等に関する検査役の選任）
(ii) Article 306, paragraph (5) (Appointment of Inspectors on Calling Procedures of Shareholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 40, paragraph (2) and Article 47, paragraph (2) of the Act;
三　法第五十三条の十五において準用する会社法第三百五十八条第五項（業務の執行に関する検査役の選任）
(iii) Article 358, paragraph (5) (Appointment of Inspector of Execution of Operation) of the Companies Act, as applied mutatis mutandis pursuant to Article 53-15 of the Act; and
四　法第九十六条の四において準用する会社法第二百七条第四項（金銭以外の財産の出資）
(iv) Article 207, paragraph (4) (Contribution of Property Other than Monies) of the Companies Act, as applied mutatis mutandis pursuant to Article 96-4 of the Act.

（検査役による電磁的記録に記録された事項の提供）
(Inspectors' Disclosure of Information Recorded on Electronic or Magnetic Records)
第十四条の八　次に掲げる規定（以下この条において「検査役提供規定」という。）に規定する内閣府令で定める方法は、電磁的方法のうち、検査役提供規定により当該検査役提供規定の電磁的記録に記録された事項の提供を受ける者が定めるものとする。
Article 14-8 The methods to be specified by Cabinet Office Order, as stated in the following provisions (referred to below as "provisions concerning information disclosure by inspectors" in this Article), are the electronic or magnetic means, which is designated by a person who, pursuant to the

provisions of the provisions concerning information disclosure by inspectors, receives the information recorded on the electronic or magnetic records pursuant to the relevant provision:

一　法第二十四条第二項において準用する会社法第三十三条第六項（定款の記載又は記録事項に関する検査役の選任）

(i) Article 33, paragraph (6) (Appointment of Inspector of Information Specified or Recorded in the Articles of Incorporation) of the Companies Act, as applied mutatis mutandis pursuant to Article 24, paragraph (2) of the Act;

二　法第四十条第二項及び第四十七条第二項において準用する会社法第三百六条第七項（株主総会の招集手続等に関する検査役の選任）

(ii) Article 306, paragraph (7) (Appointment of Inspectors on Calling Procedures of Shareholders Meetings) of the Companies Act, as applied mutatis mutandis pursuant to Article 40, paragraph (2) and Article 47, paragraph (2) of the Act;

三　法第五十三条の十五において準用する会社法第三百五十八条第七項（業務の執行に関する検査役の選任）

(iii) Article 358, paragraph (7) (Appointment of Inspector of Execution of Operation) of the Companies Act, as applied mutatis mutandis pursuant to Article 53-16 of the Act; and

四　法第九十六条の四において準用する会社法第二百七条第六項（金銭以外の財産の出資）

(iv) Article 207, paragraph (6) (Contribution of Property Other than Monies) of the Companies Act, as applied mutatis mutandis pursuant to Article 96-4 of the Act.

（電磁的記録の備置きに関する特則）

(Special Provisions on Custody of Electronic or Magnetic Records)

第十四条の九　次に掲げる規定に規定する内閣府令で定めるものは、相互会社の使用に係る電子計算機を電気通信回線で接続した電子情報処理組織を使用する方法であって、当該電子計算機に備えられたファイルに記録された情報の内容を電気通信回線を通じて相互会社の従たる事務所において使用される電子計算機に備えられたファイルに当該情報を記録するものによる措置とする。

Article 14-9 The measures to be specified by Cabinet Office Order, as provided in the following provisions, are a measure whereby electronic data processing system connecting the computers used by a mutual company via telecommunication lines is used, and where the details of information recorded into a file stored on the computer is to be recorded in the file stored on the computer used by the secondary offices of that mutual company via telecommunication lines:

一　法第二十六条第三項

(i) Article 26, paragraph (3) of the Act;

二　法第四十一条第一項及び第四十九条第一項において準用する会社法第三百十八条第三項（議事録）

(ii) Article 318, paragraph (3) (Minutes) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) and Article 49, paragraph (1) of the Act; and

三　法第五十四条の八第二項

(iii) Article 54-8, paragraph (2) of the Act.

（電磁的記録に記録された事項を表示する措置）

(Measures to Display Information Recorded in Electronic or Magnetic Records)

第十四条の九の二　次に掲げる規定に規定する内閣府令で定める措置は、電磁的記録に記録された事項又は当該電磁的記録に記録された事項を掲載したウェブサイトのアドレス（二次元コードその他のこれに代わるものを含む。）を紙面又は映像面に表示する方法とする。

Article 14-9-2 The measure specified by Cabinet Office Order, as provided in the following provisions, is any means of indicating the information that has been recorded in an electronic or magnetic record or the address (including the two-dimensional barcode or any alternative) of the website on which the information recorded in an electronic or magnetic record has been posted, on a written document or on a screen.

一　法第百十一条第四項（法第百九十九条及び第二百七十二条の十七において準用する場合を含む。）

(i) Article 111, paragraph (4) of the Act (including as applied mutatis mutandis pursuant to Article 199 and Article 272-17 of the Act);

二　法第二百七十一条の二十五第三項（法第二百七十二条の四十第一項において準用する場合を含む。）

(ii) Article 271-25, paragraph (3) of the Act (including as applied mutatis mutandis pursuant to Article 272-40, paragraph (1) of the Act); or

三　法第三百十七条第一号の二

(iii) Article 317, item (i)-2 of the Act.

（保険業法施行令に係る電磁的方法）

(Electronic or Magnetic Means Referred to in Order for Enforcement of the Insurance Business Act)

第十四条の十　令第四条の五第一項又は第四条の六第一項の規定により示すべき電磁的方法の種類及び内容は、次に掲げるものとする。

Article 14-10 The types and details of the electronic or magnetic means to be presented pursuant to the provisions of Article 4-5, paragraph (1) or Article 4-6, paragraph (1) of the Cabinet Order are as follows:

一　次に掲げる方法のうち、送信者が使用するもの

(i) from among the means stated in the following, the means to be used by the sender:

イ　電子情報処理組織を使用する方法のうち次に掲げるもの

(a) among the methods using an electronic data processing system, the following methods:

（１）　送信者の使用に係る電子計算機と受信者の使用に係る電子計算機とを接続する電気通信回線を通じて送信し、受信者の使用に係る電子計算機に備えられたファイルに記録する方法

1. transmission of information via a telecommunications line that links the computer used by the sender to the computer used by the recipient, and recording it in a file stored on the computer used by the recipient; or

（２）　送信者の使用に係る電子計算機に備えられたファイルに記録された情報の内容を電気通信回線を通じて情報の提供を受ける者の閲覧に供し、当該情報の提供を受ける者の使用に係る電子計算機に備えられたファイルに当該情報を記録する方法

2. giving the information recipient access to details of information recorded into a file stored on a computer used by the sender via a telecommunications line, and recording the information into a file stored on the computer used by the information recipient;

ロ　磁気ディスクその他これに準ずる方法により一定の情報を確実に記録しておくことができる物をもって調製するファイルに情報を記録したものを交付する方法

(b) delivery of the file storing information, which is prepared with any object enabling secure storage of certain information through magnetic disks or any other equivalent means;

二　ファイルへの記録の方式

(ii) the format for recording information into files.

第二章　保険業を営む株式会社及び相互会社

Chapter II Stock Company and Mutual Company Engaged in Insurance Business

第一節　保険業を営む株式会社の特例

Section 1 Special Provisions for Stock Company Engaged in Insurance Business

（基準日株主が行使することができる権利）

(Rights Exercisable by Shareholders on the Record Date)

第十五条　法第十一条の規定により読み替えて適用する会社法第百二十四条第二項（基準日）に規定する内閣府令で定める権利は、次に掲げるものとする。

Article 15 The rights to be specified by Cabinet Office Order, as provided Article 124, paragraph (2) (Record Date) of the Companies Act applied pursuant to the provisions of Article 11 of the Act following the deemed replacement of terms,

are as follows:
一　剰余金の配当を受ける権利
(i) right to receive distribution of dividend of surplus; and
二　残余財産の分配を受ける権利
(ii) right to receive distribution of residual assets.

（心身の故障のため職務を適正に執行することができない者）
(Person Who Is Unable to Properly Perform Their Duties Due to Mental or Physical Disorder)
第十五条の二　法第十二条第二項に規定する内閣府令で定める者は、精神の機能の障害のため職務を適正に執行するに当たって必要な認知、判断及び意思疎通を適切に行うことができない者とする。
Article 15-2 The person specified by Cabinet Office Order, as provided in Article 12, paragraph (2) of the Act, is a person who is unable to appropriately carry out the cognition, decision-making, and communication necessary for properly performing their duties due to mental impairment.

（株主総会参考書類）
(Reference Documents for Shareholders Meetings)
第十五条の三　法第十三条の規定により読み替えて適用する会社法第三百一条第一項（株主総会参考書類の交付等）の規定又は同法第三百二条第一項の規定により交付すべき株主総会参考書類（法第十三条の規定により読み替えて適用する会社法第三百一条第一項に規定する株主総会参考書類をいう。以下この条において同じ。）は、別紙様式第四号により作成しなければならない。
Article 15-3 (1) The reference documents for shareholders meetings (meaning reference documents for shareholders meetings as provided in Article 301, paragraph (1) (Giving of Reference Documents for Shareholders Meetings) of the Companies Act applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms; the same applies below in this Article) to be delivered pursuant to the provisions of Article 301, paragraph (1) or Article 302, paragraph (1) of the Companies Act applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms must be prepared in accordance with Appended Form No. 4.
２　会社法第二百九十八条第一項第三号及び第四号（株主総会の招集の決定）に掲げる事項を定めた保険業を営む株式会社が行った株主総会参考書類の交付（当該交付に代えて行う電磁的方法による提供を含む。）は、法第十三条の規定により読み替えて適用する会社法第三百一条第一項の規定及び同法第三百二条第一項の規定による株主総会参考書類の交付とする。
(2) The delivery of reference documents for shareholders meetings implemented by a stock company engaged in insurance business, providing for the matters specified in Article 298, paragraph (1), items (iii) and (iv) (Determination of

Calling a Shareholders Meeting) of the Companies Act (the relevant delivery includes the provision of information implemented by the electronic or magnetic means in lieu of the delivery), is the delivery of the reference documents for shareholders meetings referred to in Article 301, paragraph (1) or Article 302, paragraph (1) of the Companies Act applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms.

３　取締役は、株主総会参考書類に記載すべき事項について、招集通知（会社法第二百九十九条第二項又は第三項（株主総会の招集の通知）の規定による通知をいう。以下この条及び次条において同じ。）を発出した日から株主総会の前日までの間に修正をすべき事情が生じた場合における修正後の事項を株主に周知させる方法を、当該招集通知と併せて通知することができる。

(3) A director may, in addition to a notice of calling (meaning a notice under Article 299, paragraph (2) or (3) (Notice of Calling of Shareholders Meetings) of the Companies Act; the same applies below in this Article and the following Article), notify the method of announcement of updated information to shareholders when there occurs any event requiring modification to any matter to be stated in the reference documents for shareholders meetings within the period between the day of dispatching the notice of calling and the day immediately prior to the date of the shareholders meeting.

４　同一の株主総会に関して株主に対して提供する株主総会参考書類に記載すべき事項のうち、他の書面に記載している事項又は電磁的方法により提供する事項がある場合には、これらの事項は、株主に対して提供する株主総会参考書類に記載することを要しない。この場合においては、他の書面に記載している事項又は電磁的方法により提供する事項があることを明らかにしなければならない。

(4) If, among the matters to be stated in the reference documents for shareholders meetings to be provided to shareholders in connection with the same shareholders meeting, there is any matter already included in any other document or any information to be provided by the electronic or magnetic means, those matters needs not be included in the reference documents for shareholders meetings to be provided to the shareholders. In this case, it must be specifically noted that there is any matter already stated in other document or any information to be provided by the electronic or magnetic means.

５　同一の株主総会に関して株主に対して提供する招集通知又は会社法第四百三十七条（計算書類等の株主への提供）の規定により株主に対して提供する事業報告の内容とすべき事項のうち、株主総会参考書類に記載している事項がある場合には、当該事項は、株主に対して提供する招集通知又は同条の規定により株主に対して提供する事業報告の内容とすることを要しない。

(5) If, among the matters to be included in the notice of calling to be sent to the shareholders or in the business report to be provided to shareholders pursuant to the provisions of Article 437 (Provision of Financial Statements to Shareholders) of the Companies Act in connection with the same shareholders

meetings, there is any matter already stated in the reference documents for shareholders meetings, these matters need not be included in the notice of calling to be sent to the shareholders or in the business report to be provided to shareholders pursuant to the provisions of the same Article.

6　株主総会参考書類に関し、この府令に定めのない事項については、会社法施行規則（平成十八年法務省令第十二号）に定めるところによる。

(6) The matters concerning reference documents for shareholders meetings which are not provided for in this Cabinet Office Order are to be as prescribed in the Regulations for Enforcement of the Companies Act (Ministry of Justice Order No. 12 of 2006).

（議決権行使書面）

(Voting Forms)

第十六条　法第十三条の規定により読み替えて適用する会社法第三百一条第一項（議決権行使書面の交付等）の規定により交付すべき議決権行使書面（同項に規定する議決権行使書面をいう。以下この条において同じ。）は、別紙様式第四号の二により作成しなければならない。

Article 16 (1) A voting form (meaning a voting form as provided in Article 301, paragraph (1) (Giving of Voting Forms) of the Companies Act; the same applies below in this Article) to be delivered pursuant to the provisions of the same paragraph, applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms, must be prepared in accordance with Appended Form No. 4-2.

2　会社法施行規則第六十三条第四号イ（招集の決定事項）に掲げる事項についての定めがある場合には、保険業を営む株式会社は、会社法第二百九十九条第三項（株主総会の招集の通知）の承諾をした株主の請求があった時に、当該株主に対して、法第十三条の規定により読み替えて適用する会社法第三百一条第一項の規定による議決権行使書面の交付（当該交付に代えて行う同条第二項の規定による電磁的方法による提供を含む。）をしなければならない。

(2) If a stock company engaged in insurance business has prescribed any provisions on the matters specified in Article 63, item (iv), (a) (Decisions Related to Calling) of the Regulations for Enforcement of the Companies Act, it must, upon the request from the shareholder who has given an approval pursuant to the provisions of Article 299, paragraph (3) (Notice of Calling of Shareholders Meetings) of the Companies Act, deliver to the shareholder a voting form pursuant to Article 301, paragraph (1) of the Companies Act as applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms (the relevant delivery includes the provision of information implemented by the electronic or magnetic means in lieu of the delivery pursuant to the provisions of Article 301, paragraph (2) of the Companies Act).

３　会社法施行規則第六十三条第四号ハに掲げる事項についての定めがある場合には、保険業を営む株式会社は、会社法第二百九十九条第三項の承諾をした株主の請求があった時に、議決権行使書面に記載すべき事項（当該株主に係る事項に限る。）に係る情報について同法第三百二十五条の二（電子提供措置をとる旨の定款の定め）に規定する電子提供措置をとらなければならない。ただし、当該株主に対して、同法第三百二十五条の三第二項（電子提供措置）の規定による議決権行使書面の交付をする場合は、この限りでない。

(3) If there are provisions concerning the matters stated in Article 63, item (iv), (c) of the Regulations for Enforcement of the Companies Act, a stock company engaged in insurance business must take the measures for electronic provision provided in Article 325-2 (Provisions in the Articles of Incorporation to the Effect that Measures for Electronic Provision Will be Taken) of the Companies Act with respect to information related to the matters to be contained in a voting form (limited to the matters related to the relevant shareholder), at the time when a demand has been made by a shareholder who has given consent referred to in Article 299, paragraph (3) of that Act; provided, however, that this does not apply to the cases where the company delivers to the shareholder a voting form under Article 325-3, paragraph (2) (Measures for Electronic Provision) of that Act.

４　同一の株主総会に関して株主に対して提供する招集通知の内容とすべき事項のうち、議決権行使書面に記載している事項がある場合には、当該事項は、招集通知の内容とすることを要しない。

(4) If, among the matters to be contained in the notice of calling to be sent to shareholders in connection with the same shareholders meeting, there is any matter already stated in the voting form, that matter need not be contained in the notice of calling.

５　同一の株主総会に関して株主に対して提供する議決権行使書面に記載すべき事項（別紙様式第四号の二（記載上の注意）３から５までに掲げる事項に限る。）のうち、招集通知の内容としている事項がある場合には、当該事項は、議決権行使書面に記載することを要しない。

(5) If, among the matters to be contained in the voting form (limited to the matters specified in items 3 to 5 of Appended Form No. 4-2 (Points in Attention Concerning Preparation of Document)) to be provided to shareholders in connection with the same shareholders meeting, there is any matter already stated in the notice of calling, that matter need not be contained in the voting form.

（会計帳簿の作成）

(Preparation of Accounting Books)

第十七条　法第十三条の規定により読み替えて適用する会社法第四百三十二条第一項（会計帳簿の作成及び保存）の規定により保険業を営む株式会社が作成すべき会計帳

簿は、書面又は電磁的記録をもって作成しなければならない。

Article 17 (1) The accounting books to be prepared by a stock company engaged in insurance business pursuant to the provisions of Article 432, paragraph (1) (Preparation and Retention of Account Books) of the Companies Act, applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms, must be prepared by written documents or electronic or magnetic records.

２　会計帳簿に関し、この府令に定めのない事項については、会社計算規則（平成十八年法務省令第十三号。以下「計算規則」という。）に定めるところによる。

(2) The matters concerning accounting books not provided for in this Cabinet Office Order are to be as prescribed in the Rules of Corporate Accounting (Ministry of Justice Order No. 13 of 2006; referred to below as the "Rules of Accounting").

（のれん）

(Goodwill)

第十七条の二　保険業を営む株式会社は、吸収型再編（計算規則第二条第三項第三十七号（定義）に規定する吸収型再編をいう。第十九条の三第一項第五号及び同条第二項第十一号において同じ。）、新設型再編（計算規則第二条第三項第四十五号に規定する新設型再編をいう。）又は事業の譲受け（移転先会社（法第百三十五条第一項に規定する移転先会社をいう。）となることを含む。第二十四条の七において同じ。）をする場合において、適正な額ののれんを資産又は負債として計上することができる。

Article 17-2 A stock company engaged in insurance business may, when it implements absorption-type corporate restructuring (meaning absorption-type corporate restructuring as provided in Article 2, paragraph (3), item (xxxvii) (Definitions) of the Rules of Accounting; the same applies in Article 19-3, paragraph (1), item (v) and Article 19-3, paragraph (2), item (xi)), incorporation-type corporate restructuring (meaning incorporation-type corporate restructuring as provided in Article 2, paragraph (3), item (xlv) of the Rules of Accounting) or acquisition of business (including the case where the stock company becomes a transferee company (meaning the transferee company as provided in Article 135, paragraph (1) of the Act); the same applies in Article 24-7), it may record appropriate amount of goodwill as its assets or liabilities.

第十七条の三　削除

Article 17-3 Deleted

（成立の日の貸借対照表）

(Balance Sheet as of Date of Incorporation)

第十七条の四　法第十三条の規定により読み替えて適用する会社法第四百三十五条第一

項（計算書類等の作成及び保存）の規定により作成すべき貸借対照表は、保険業を営む株式会社の成立の日における会計帳簿に基づき作成しなければならない。
Article 17-4 The balance sheet to be prepared pursuant to the provisions of Article 435, paragraph (1) (Preparation and Retention of Financial Statements) of the Companies Act applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms must be prepared on the basis of the accounting books as of the date of incorporation of the stock company engaged in insurance business.

（各事業年度に係る計算書類等）
(Financial Statement for Each Business Year)
第十七条の五　法第十三条の規定により読み替えて適用する会社法第四百三十五条第二項（計算書類等の作成及び保存）に規定する内閣府令で定めるものは、次項及び第三項の規定に従い作成される株主資本等変動計算書とする。
Article 17-5 (1) The statement to be specified by Cabinet Office Order, as provided in Article 435, paragraph (2) (Preparation and Retention of Financial Statements) of the Companies Act applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms is a statement of changes in shareholders' equity to be prepared in accordance with the following paragraph and paragraph (3).
２　法第十三条の規定により読み替えて適用する会社法第四百三十五条第二項の規定により作成すべき各事業年度に係る計算書類（同項に規定する計算書類をいう。以下この節において同じ。）及び事業報告並びにこれらの附属明細書は、別紙様式第七号（少額短期保険業者にあっては別紙様式第十六号の十七、第五十三条の六の二第一項に規定する特定取引勘定を設けた保険会社（以下「特定取引勘定設置会社」という。）にあっては別紙様式第七号の二）に準じて作成しなければならない。
(2) The financial statements (meaning the financial statements provided in Article 435, paragraph (2) of the Companies Act applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms; the same applies below in this Section) and business report for each business year as well as supplementary schedules thereto, which are to be prepared in accordance with the same paragraph must be prepared in accordance with Appended Form No. 7 (or Appended Form No. 16-17, in the case of a small amount and short term insurer; or Appended Form No. 7-2, in the case of an insurance company which has established the specified transaction account as provided in Article 53-6-2, paragraph (1) (referred to below as a "company with specified transaction account")).
３　計算書類及び事業報告並びにこれらの附属明細書の作成に関し、この府令に定めのない事項については、会社法施行規則及び計算規則に定めるところによる。
(3) Regarding the preparation of financial statements, business report and supplementary schedules thereto, the matters not provided for in this Cabinet

Office Order are to be as prescribed in the Regulations for Enforcement of the Companies Act and in the Rules of Accounting.

（計算書類等の監査）

(Audit of Financial Statements)

第十七条の六　法第十三条の規定により読み替えて適用する会社法第四百三十六条第一項及び第二項（計算書類等の監査等）の規定による各事業年度に係る計算書類及び事業報告並びにこれらの附属明細書に係る監査については、次条に定めるところによる。

Article 17-6 The audit of the financial statements and business report for each business year as well as their supplementary schedules , as referred to in Article 436, paragraphs (1) and (2) (Audit of Financial Statements) of the Companies Act applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms is to be as prescribed in the following Article.

（監査報告の内容等）

(Details of Audit Report)

第十七条の七　会計監査人が作成すべき会計監査報告は別紙様式第一号（少額短期保険業者にあっては、別紙様式第一号の五）により、監査役、監査役会、監査等委員会及び監査委員会が作成すべき監査報告はそれぞれ別紙様式第一号の二から第一号の四まで（少額短期保険業者にあっては、それぞれ別紙様式第一号の六から第一号の八まで）により作成しなければならない。

Article 17-7 (1) An accounting audit report to be prepared by a financial auditor must be prepared in accordance with Appended Form No. 1 (or Appended Form No. 1-5, in the case of a small amount and short term insurer); and an audit report to be prepared by a company auditor, board of company auditors, audit and supervisory committee or audit committee must be prepared in accordance with Appended Forms No. 1-2 to 1-4, respectively (or Appended Forms No. 1-6 to 1-8, respectively, in the case of a small amount and short term insurer).

２　計算書類及び事業報告並びにこれらの附属明細書の監査に関し、この府令に定めのない事項については、会社法施行規則及び計算規則に定めるところによる。

(2) Regarding the audit of financial statements, business reports and supplementary schedules thereto, the matters not provided for in this Cabinet Office Order are to be as prescribed in the Regulations for Enforcement of the Companies Act and in the Rules of Accounting.

（計算書類等の承認の特則に関する要件）

(Requirement for Application of Special Provisions for Approval of Financial Statements)

第十七条の八　法第十三条の規定により読み替えて適用する会社法第四百三十九条（会計監査人設置会社の特則）に規定する内閣府令で定める要件は、次の各号（監査役設

置会社（監査役を置く株式会社又は相互会社をいう。以下同じ。）であって監査役会設置会社（監査役会を置く株式会社又は相互会社をいう。以下同じ。）でない保険業を営む株式会社にあっては、第三号を除く。）のいずれにも該当することとする。

Article 17-8 The requirement to be specified by Cabinet Office Order, as provided in Article 439 (Special Provisions on Companies with Financial Auditors) of the Companies Act applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms is to fall under all of the following items (item (iii) is excluded, in the case of a stock company engaged in insurance business which is a company with auditors (meaning a stock company or mutual company with auditors; the same applies below) but not a company with board of company auditors (meaning a stock company or mutual company with board of company auditors; the same applies below)):

一　法第十三条の規定により読み替えて適用する会社法第四百三十九条に規定する計算書類についての会計監査報告の内容に無限定適正意見（監査の対象となった計算書類が一般に公正妥当と認められる企業会計の慣行に準拠して、当該計算書類に係る期間の財産及び損益の状況をすべての重要な点において適正に表示していると認められる旨の意見をいう。）が含まれていること。

(i) that the financial audit report for the financial statements as provided in Article 439 of the Companies Act applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms contains an unqualified opinion (meaning an opinion to the effect that the audited financial statements are found to adequately reflect any and all material aspects regarding the status of properties and profits and losses for the period covered by the financial statements, in terms of the corporate accounting criteria that are generally accepted as fair and appropriate);

二　前号の会計監査報告に係る監査役、監査役会、監査等委員会又は監査委員会の監査報告（監査役会設置会社にあっては、前条第一項の規定により作成した監査役会の監査報告に限る。）の内容として会計監査人の監査の方法又は結果を相当でないと認める意見がないこと。

(ii) that no opinion is expressed, finding that the methods or results of the audits performed by the financial auditor to be inappropriate in terms of the details of the audit report (in the case of a company with board of company auditors, limited to an audit report prepared by the board of company auditors in accordance with paragraph (1) of the preceding Article) of company auditors, board of company auditors, audit and supervisory committee or audit committee related to the accounting audit report referred to in the preceding item;

三　第一号の会計監査報告に係る監査役会、監査等委員会又は監査委員会の監査報告に付記された内容（監査役会監査報告（計算規則第百二十八条第一項（会計監査人設置会社の監査役会の監査報告の内容等）に規定する監査役会監査報告をいう。）の内容が監査役監査報告（同項に規定する監査役監査報告をいう。以下この号にお

いて同じ。）の内容と異なる場合に付記される各監査役の監査役監査報告の内容、監査等委員会の監査報告の内容が監査等委員（法第二条第十九項に規定する監査等委員をいう。以下同じ。）の意見と異なる場合に付記される監査等委員の意見又は監査委員会の監査報告の内容が監査委員（同項に規定する監査委員をいう。以下同じ。）の意見と異なる場合に付記される監査委員の意見をいう。）が前号の意見でないこと。

(iii) that the details noted in the audit report of board of company auditors, audit and supervisory committee or audit committee, which relates to the accounting audit report as provided in item (i) (meaning the details of the audit report by company auditors (meaning the audit report by company auditors as provided in Article 128, paragraph (1) (Details of Audit Report of Board of Company Auditors of Company with Financial Auditors) of the Rules of Accounting; the same applies below in this item) of each company auditor which are to be noted when the details of the audit report by board of company auditors (meaning the audit report by board of company auditors as provided in the same paragraph) differ from the details of the audit report by company auditors; an opinion of an audit and supervisory committee member (meaning an audit and supervisory committee member as provided in Article 2, paragraph (19) of the Act; the same applies below) to be noted when details of the audit report of the audit and supervisory committee differ from the opinion of the audit and supervisory committee member; or an opinion of an audit committee member (meaning an audit committee member as provided in the same paragraph; the same applies below) to be noted when the details of the audit report of the auditing committee differ from the opinion of the audit committee member) is not the opinion as referred to in the preceding item;

四　法第十三条の規定により読み替えて適用する会社法第四百三十九条に規定する計算書類が計算規則第百三十二条第三項（会計監査人設置会社の監査役等の監査報告の通知期限）の規定により監査を受けたものとみなされたものでないこと。

(iv) that the financial statements as provided in Article 439 of the Companies Act applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms are not deemed to have been audited pursuant to the provisions of Article 132, paragraph (3) of the Rules of Accounting (Limitation on Period of Notification of Audit Report by Company Auditors of Company with Financial Auditors).

（計算書類の公告）

(Public Notices of Financial Statements)

第十七条の九　保険業を営む株式会社が法第十三条の規定により読み替えて適用する会社法第四百四十条第一項（計算書類の公告）の規定による公告（同条第三項の規定による措置を含む。以下この項において同じ。）をする場合には、次に掲げる事項を当

該公告において明らかにしなければならない。この場合において、第一号から第七号までに掲げる事項は、当該事業年度に係る注記に限るものとする。

Article 17-9 (1) When a stock company engaged in insurance business gives public notice under Article 440, paragraph (1) (Public Notice of Financial Statements) of the Companies Act applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms (including a measure under paragraph (3) of the same Article; the same applies below in this paragraph), it must clearly indicate the following matters in the public notice. In this case, the matters listed in items (i) through (vii) are to be limited to the notes for the relevant business year:

一　継続企業の前提に関する注記

(i) notes on going concern assumption;

二　重要な会計方針に係る事項に関する注記

(ii) notes on significant account policies;

三　貸借対照表に関する注記

(iii) notes on balance sheet;

四　税効果会計に関する注記

(iv) notes on tax effect accounting;

五　関連当事者（計算規則第百十二条第四項（関連当事者との取引に関する注記）に規定する関連当事者をいう。）との取引に関する注記

(v) notes on transactions with related parties (meaning related parties as provided in Article 112, paragraph (4) (Notes on Transactions with Related Parties) of the Rules of Accounting);

六　一株当たり情報に関する注記

(vi) notes on information per share;

七　重要な後発事象に関する注記

(vii) notes on significant post-balance sheet events; and

八　当期純損益金額

(viii) the amount of net income or net loss for the period.

２　保険業を営む株式会社が法第十三条の規定により読み替えて適用する会社法第四百四十条第一項の規定により損益計算書の公告をする場合における前項の規定の適用については、同項中「次に」とあるのは、「第一号から第七号までに」とする。

(2) For the purpose of application of the provisions of the preceding paragraph when a stock company engaged in insurance business gives public notice of its profit and loss statement pursuant to the provisions of Article 440, paragraph (1) of the Act applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms, the term "following" in the same paragraph is deemed to be replaced with "items (i) through (vii)".

３　前項の規定は、保険業を営む株式会社が損益計算書の内容である情報について会社法第四百四十条第三項に規定する措置をとる場合について準用する。

(3) The provisions of the preceding paragraph apply mutatis mutandis to the case

where a stock company engaged in insurance business implements a measure provided in Article 440, paragraph (3) of the Companies Act, in connection with information contained in the profit and loss statement.

（計算書類の要旨の様式）

(Format of Summary of Financial Statements)

第十七条の十　保険業を営む株式会社が会社法第四百四十条第二項（計算書類の公告）の規定により貸借対照表及び損益計算書の要旨を公告する場合は、別紙様式第二号（少額短期保険業者にあっては別紙様式第二号の三、特定取引勘定設置会社にあっては別紙様式第二号の二）により作成しなければならない。

Article 17-10 When, pursuant to the provisions of Article 440, paragraph (2) (Public Notice of Financial Statements) of the Companies Act, a stock company engaged in insurance business gives public notice of summary of the balance sheet and profit and loss statement, the summary must be prepared in accordance with Appended Form No. 2 (or Appended Form No. 2-3, in the case of a small amount and short term insurer; or Appended Form No. 2-2, in the case of a company with specified transaction account).

（法第十五条の規定による準備金の計上）

(Recording of Reserves under Article 15 of the Insurance Business Act)

第十七条の十一　保険業を営む株式会社が剰余金の配当をする場合には、剰余金の配当後の資本準備金の額は、当該剰余金の配当の直前の資本準備金の額に、次の各号に掲げる場合の区分に応じ、当該各号に定める額を加えて得た額とする。

Article 17-11 (1) When a stock company engaged in insurance business distributes dividend of surplus, the amount of capital reserve after the distribution of dividend of surplus is the amount of capital reserve as of the time immediately prior to the distribution of dividend of surplus, plus the amount prescribed in the following items in accordance with the categories respectively stated in those items:

一　当該剰余金の配当をする日における準備金（法第十五条に規定する準備金をいう。以下この節において同じ。）の額が当該日における資本金の額以上である場合　零

(i) if the amount of the reserves (meaning the reserves as provided in Article 15 of the Act; the same applies below in this Section) as of the day of distribution of dividend of the surplus is not less than the amount of stated capital as of the relevant day: zero;

二　当該剰余金の配当をする日における準備金の額が当該日における資本金の額未満である場合　イ又はロに掲げる額のうちいずれか少ない額に資本剰余金配当割合（次条第一号イに掲げる額を会社法第四百四十六条第六号（剰余金の額）に掲げる額で除して得た割合をいう。）を乗じて得た額

(ii) if the amount of the reserves as of the day of distribution of the dividend of surplus is less than the amount of stated capital as of the relevant day: the smaller of the amount specified in (a) or (b), multiplied by the capital surplus dividend ratio (meaning the ratio obtained by dividing the amount specified in (a), item (i) of the following Article by the amount specified in Article 446, item (vi) (Amount of Surplus) of the Companies Act):

イ　当該剰余金の配当をする日における準備金計上限度額（資本金の額から準備金の額を減じて得た額をいう。以下この条において同じ。）

(a) the maximum amount of reserves (meaning the amount of stated capital less the amount of reserve; the same applies below in this Article), as of the day of distribution of dividend of surplus; or

ロ　会社法第四百四十六条第六号に掲げる額に五分の一を乗じて得た額

(b) the amount stated in Article 446, item (vi) of the Companies Act, multiplied by one-fifth.

２　保険業を営む株式会社が剰余金の配当をする場合には、剰余金の配当後の利益準備金の額は、当該剰余金の配当の直前の利益準備金の額に、次の各号に掲げる場合の区分に応じ、当該各号に定める額を加えて得た額とする。

(2) when a stock company engaged in insurance business distributes dividend of surplus, the amount of retained earnings reserve after the distribution of dividend of surplus is the amount of retained earnings reserve as of the time immediately prior to the distribution of dividend of the surplus, plus the amount prescribed in the following items in accordance with the categories respectively stated in those items:

一　当該剰余金の配当をする日における準備金の額が当該日における資本金の額以上である場合　零

(i) if the amount of the reserves as of the day of distribution of dividend of surplus is not less than the amount of stated capital as of the relevant day: zero;

二　当該剰余金の配当をする日における準備金の額が当該日における資本金の額未満である場合　イ又はロに掲げる額のうちいずれか少ない額に利益剰余金配当割合（次条第二号イに掲げる額を会社法第四百四十六条第六号に掲げる額で除して得た割合をいう。）を乗じて得た額

(ii) if the amount of the reserves as of the day of distribution of dividend of surplus is less than the amount of stated capital as of the relevant day: the smaller of the amount specified in (a) or (b), multiplied by the earning surplus dividend ratio (meaning the ratio obtained by dividing the amount stated in (a), item (ii) of the following Article by the amount stated in Article 446, item (vi) of the Companies Act):

イ　当該剰余金の配当をする日における準備金計上限度額

(a) the maximum amount of reserves as of the day of the distribution of dividend of surplus; or

ロ　会社法第四百四十六条第六号に掲げる額に五分の一を乗じて得た額

(b) the amount stated in Article 446, item (vi) of the Companies Act, multiplied by one-fifth.

（減少する剰余金の額）

(Amount of Surplus to Be Reduced)

第十七条の十二　保険業を営む株式会社が剰余金の配当をする場合には、剰余金の配当後の次の各号に掲げる額は、当該剰余金の配当の直前の当該額から、当該各号に定める額を減じて得た額とする。

Article 17-12 When a stock company engaged in insurance business distributes dividend of surplus, the amounts after distribution of dividend of surplus as specified in the following items are the amount deducted the amount respectively stated in those items from the relevant amount as of the time immediately prior to the relevant distribution of dividend of surplus:

一　その他資本剰余金の額　次に掲げる額の合計額

(i) the amount of other capital surplus: total of the following amounts:

イ　会社法第四百四十六条第六号（剰余金の額）に掲げる額のうち、保険業を営む株式会社がその他資本剰余金から減ずるべき額と定めた額

(a) the amount stated in Article 446, item (vi) (Amount of Surplus) of the Companies Act, which is determined by the stock company engaged in insurance business to be reduced from the amount of other capital surplus; and

ロ　前条第一項第二号に掲げるときは、同号に定める額

(b) the amount stated in paragraph (1), item (ii) of the preceding Article, when such item is applicable;

二　その他利益剰余金の額　次に掲げる額の合計額

(ii) the amount of other retained earnings: total of the following amounts:

イ　会社法第四百四十六条第六号に掲げる額のうち、保険業を営む株式会社がその他利益剰余金から減ずるべき額と定めた額

(a) the amount stated in Article 446, item (vi) of the Companies Act, which is determined by the stock company engaged in insurance business to be reduced from the amount of other retained earnings; and

ロ　前条第二項第二号に掲げるときは、同号に定める額

(b) the amount stated in item (ii), paragraph (2) of the preceding Article, when such item is applicable.

（資本金等の額の減少に係る書類の備置き）

(Keeping of Documents Concerning Reduction in Amount of Stated Capital)

第十七条の十三　法第十六条第一項に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 17-13 The matters to be specified by Cabinet Office Order, as provided in Article 16, paragraph (1) of the Act, are as follows:

一　資本金等（資本金又は準備金をいう。第十七条の十六において同じ。）の額の減

少に関する議案

(i) the item on the agenda regarding reduction in amount of stated capital, etc. (meaning the stated capital or reserve; the same applies in Article 17-16); and

二　貸借対照表

(ii) a balance sheet.

（欠損の額）

(Amount of Deficit)

第十七条の十四　法第十六条第一項第二号に規定する内閣府令で定める方法は、次に掲げる額のうちいずれか高い額をもって欠損の額とする方法とする。

Article 17-14 The method to be specified by Cabinet Office Order, as provided in Article 16, paragraph (1), item (ii) of the Act, is the method whereby the higher of the amounts specified in the following items is treated as the amount of deficit:

一　零

(i) zero; or

二　零から分配可能額（会社法第四百六十一条第二項（配当等の制限）に規定する分配可能額をいう。）を減じて得た額

(ii) zero, less the distributable amount (meaning the distributable amount as provided in Article 461, paragraph (2) (Restriction on Dividends) of the Companies Act).

（計算書類に関する事項）

(Matters Related to Financial Statements)

第十七条の十五　法第十七条第二項に規定する内閣府令で定めるものは、同項の規定による公告の日における次の各号に掲げる場合の区分に応じ、当該各号に定めるものとする。

Article 17-15 The matters to be specified by Cabinet Office Order, as provided in Article 17, paragraph (2) of the Act, are the matters prescribed in the following items, in accordance with the categories of the cases applicable as of the date of public notice under the same paragraph:

一　最終事業年度（株式会社にあっては会社法第二条第二十四号（定義）に規定する最終事業年度をいい、相互会社にあっては当該事業年度に係る法第五十四条の三第二項に規定する計算書類につき法第五十四条の六第二項の承認（同条第四項に規定する場合にあっては、法第五十四条の四第三項の承認）を受けた場合における当該事業年度のうち最も遅いものをいう。以下同じ。）に係る貸借対照表又はその要旨につき公告対象会社（法第十七条第二項第二号の株式会社をいう。以下この条において同じ。）が法第十三条の規定により読み替えて適用する会社法第四百四十条第一項（計算書類の公告）の規定又は同条第二項の規定による公告をしている場合　次に掲げるもの

(i) if a notifying company (meaning a stock company referred to in Article 17, paragraph (2), item (ii) of the Act; the same applies below in this Article) has given a public notice under Article 440 paragraph (1) or (2) (Public Notice of Financial Statements) applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms of its balance sheet for the most recent business year (in the case of a stock company, it means a most recent business year as provided in Article 2, item (xxiv) (Definitions) of the Companies Act; or, in the case of a mutual company, it means the most recent business year regarding which an approval under Article 54-6, paragraph (2) of the Act (if paragraph (4) of the same Article is applicable, meaning an approval under Article 54-4, paragraph (3) of the Act) is granted in relation to the financial statements as provided in Article 54-3, paragraph (2) of the Act; and the same applies below): the following information:

イ　時事に関する事項を掲載する日刊新聞紙で公告をしているときは、当該日刊新聞紙の名称、日付及び当該公告が掲載されている頁

(a) when the public notice is given by publication on a daily newspaper featuring news on current events, the name and date of the newspaper, and the page number on which the public notice has been published; or

ロ　電子公告により公告をしているときは、会社法第九百十一条第三項第二十八号イ（株式会社の設立の登記）に掲げる事項

(b) when the public notice is given in the form of an electronic public notice, the matters stated in Article 911, paragraph (3), item (xxviii), (a) (Registration of Incorporation of a Stock Company) of the Companies Act;

二　最終事業年度に係る貸借対照表につき公告対象会社が会社法第四百四十条第三項に規定する措置をとっている場合　会社法第九百十一条第三項第二十六号に掲げる事項

(ii) if, in regard to the balance sheet for the most recent business year, the notifying company has implemented the measures provided in Article 440, paragraph (3) of the Companies Act: the matters listed in Article 911, paragraph (3), item (xxvi) of the Companies Act;

三　公告対象会社が会社法第四百四十条第四項に規定する株式会社である場合において、当該株式会社が金融商品取引法第二十四条第一項（有価証券報告書の提出）の規定により最終事業年度に係る有価証券報告書を提出している場合　その旨

(iii) if the notifying company is a stock company as provided in Article 440, paragraph (4) of the Companies Act, and where it has submitted the annual securities report for the most recent business year pursuant to the provisions of Article 24, paragraph (1) (Submission of Annual Reports) of the Financial Instruments and Exchange Act: that fact;

四　公告対象会社が会社法の施行に伴う関係法律の整備等に関する法律（平成十七年法律第八十七号）第二十八条（計算書類の公告等に関する規定の適用除外）の規定により会社法第四百四十条の規定が適用されないものである場合　その旨

(iv) if, pursuant to the provisions of Article 28 (Exclusion from Application of Provisions Pertaining to Public Notice of Financial Statements) of the Act on Arrangement of Relevant Acts Incidental to Enforcement of the Companies Act (Act No. 87 of 2005), the notifying company is exempted from application of Article 440 of the Companies Act: that fact;

五　公告対象会社につき最終事業年度がない場合　その旨

(v) if there is no most recent business year of the notifying company: that fact;

六　前各号に掲げる場合以外の場合　第十七条の十の規定による最終事業年度に係る貸借対照表の要旨の内容

(vi) in cases other than those stated in the preceding items: the details of the summary of the balance sheet for the most recent business year prepared in accordance with Article 17-10.

（資本金等の額の減少に係る公告事項）

(Public Notice of Reduction in Amount of Stated Capital)

第十七条の十六　法第十七条第二項第四号に規定する内閣府令で定める事項は、資本金等の額の減少を行う理由とする。

Article 17-16 The matter to be specified by Cabinet Office Order, as provided in Article 17, paragraph (2), item (iv) of the Act, is the reason for reduction in the amount of stated capital, etc.

（保険契約に係る債権の額）

(Amount of Claim Under Insurance Contract)

第十八条　法第十七条第六項に規定する内閣府令で定める金額は、生命保険会社にあっては第一号に掲げる金額とし、損害保険会社にあっては第二号及び第三号に掲げる金額の合計額とし、少額短期保険業者にあっては第二号に掲げる金額とする。

Article 18 The amount to be specified by Cabinet Office Order, as provided in Article 17, paragraph (6) of the Act, is as follows: the amount stated in item (i), in the case of a life insurance company; the total of the amounts stated in items (ii) and (iii), in the case of a non-life insurance company; and the amount stated in item (ii), in the case of a small amount and short term insurer:

一　法第十七条第二項の公告（以下この条において「公告」という。）の時において被保険者のために積み立てるべき金額

(i) the amount to be set aside for the insured, as of the time of the public notice under Article 17, paragraph (2) of the Act (referred to below as the "public notice" in this Article);

二　未経過期間（保険契約に定めた保険期間のうち、公告の時において、まだ経過していない期間をいう。）に対応する保険料の金額

(ii) the amount of the insurance premiums corresponding to the unexpired period (meaning the insurance period provided for in an insurance contract, outstanding as of the time of the public notice); and

三　公告の時において第七十条第一項第三号の払戻積立金として積み立てるべき金額
(iii) the amount to be set aside as the refund reserve referred to in Article 70, paragraph (1), item (iii), as of the time of the public notice.

（資本金の額の減少の認可の申請等）
(Application for Authorization of Reduction in Amount of Stated Capital)
第十九条　保険業を営む株式会社は、法第十七条の二第三項の規定による認可を受けようとするときは、認可申請書に次に掲げる書類を添付して金融庁長官、財務局長又は福岡財務支局長（以下「金融庁長官等」という。）に提出しなければならない。
Article 19 (1) If a stock company engaged in insurance business seeks to obtain an authorization under Article 17-2, paragraph (3) of the Act, it must submit to the Commissioner of the Financial Services Agency, Director-General of Local Finance Bureau or Director-General of the Fukuoka Local Finance Branch Bureau (collectively referred to below as the "Commissioner of the Financial Services Agency or other competent official") a written application for authorization, attaching the following documents:
一　理由書
(i) a written statement of reasons;
二　資本金の額の減少の方法を記載した書面
(ii) a document specifying the method of reduction in the amount of stated capital;
三　株主総会の議事録その他必要な手続があったことを証する書面
(iii) the minutes of shareholders meetings, or any other documents certifying that necessary procedures have been followed;
四　貸借対照表
(iv) a balance sheet;
五　法第十七条第二項の規定による公告をしたことを証する書面
(v) a document certifying that the public notice under Article 17, paragraph (2) of the Act has been given;
六　法第十七条第四項の異議を述べた保険契約者その他の債権者があるときは、当該保険契約者その他の債権者に対し、弁済し、相当の担保を提供し、若しくは当該保険契約者その他の債権者に弁済を受けさせることを目的として信託会社等（信託会社（信託業法（平成十六年法律第百五十四号）第二条第二項（定義）に規定する信託会社をいう。第五十二条の十四第一号、第五十二条の二十三第四項及び第二百八条第二項第一号において同じ。）及び信託業務を営む金融機関（金融機関の信託業務の兼営等に関する法律第一条第一項（兼営の認可）の認可を受けた金融機関をいう。第二百十一条の二十八第三号において同じ。）をいう。以下同じ。）に相当の財産を信託したこと又は当該資本金の額の減少をしても当該保険契約者その他の債権者を害するおそれがないことを証する書面
(vi) if any policyholder or any other creditor has raised an objection under Article 17, paragraph (4) of the Act, a document certifying the fact that the

payment has been made or reasonable security has been provided to the policyholder or any other creditor, or reasonable property has been deposited in trust with a trust company, etc. (collectively meaning a trust company (meaning a trust company as provided in Article 2, paragraph (2) (Definitions) of the Trust Business Act (Act No. 154 of 2004); the same applies in Article 52-14, item (i), Article 52-23, paragraph (4) and Article 208, paragraph (2), item (i)) and a financial institution engaged in a Trust Business (meaning a financial institution authorized under Article 1, paragraph (1) (Authorization for Engagement in Trust Business by Financial Institutions) of the Act on Engagement in Trust Business by Financial Institutions; the same applies in Article 211-28, item (iii)); the same applies below) for the purpose of having the policyholder or other creditor receive the payment, or that the reduction in the amount of the stated capital bears no risk of detriment to the policyholder or other creditor;

七　法第十七条第六項の異議を述べた保険契約者の数が同項の保険契約者の総数の五分の一を超えなかったことを証する書面又はその者の前条に規定する金額が同項の金額の総額の五分の一を超えなかったことを証する書面

(vii) a document certifying that the number of policyholders who raised objections under Article 17, paragraph (6) of the Act did not exceed one-fifth of the total number of policyholders as provided in the same paragraph; or a document certifying that the amount related to those policyholders as referred to in the preceding Article did not exceed one-fifth of the total of the amount referred to in the same paragraph;

八　株券発行会社が株式の併合をする場合においては、会社法第二百十九条第一項本文（株券の提出に関する公告等）の規定による公告をしたことを証する書面又は当該株式の全部について株券を発行していないことを証する書面

(viii) when a share certificate-issuing company implements consolidation of shares, a document certifying that the public notice has been given pursuant to the provisions of the main clause of Article 219, paragraph (1) (Public Notice in Relation to Submission of Share Certificate) of the Companies Act, or a document certifying that the companies has issued no share certificate representing its shares;

九　その他参考となるべき事項を記載した書類

(ix) a document containing any other matters which would serve as reference information.

２　金融庁長官等は、前項の規定による認可の申請があったときは、次に掲げる基準に適合するかどうかを審査するものとする。

(2) When an application for the authorization under the preceding paragraph is filed, the Commissioner of the Financial Services Agency or other competent official is to examine whether the application conforms the following standards:

一　当該認可の申請をした保険業を営む株式会社（以下この項において「申請保険会社等」という。）が当該認可の申請に係る資本金の額の減少を行うことについてやむを得ないと認められる理由があること。

(i) that any inevitable ground is found for the stock company engaged in insurance business which has filed the application for authorization (referred to below as "applicant insurance company, etc." in this paragraph) to implement the reduction in the amount of stated capital for which the authorization is filed;

二　申請保険会社等の資本金の額が、当該資本金の額の減少後において、令第二条の二（申請保険会社等が少額短期保険業者である場合にあっては、令第三十八条の三）に規定する額以上であり、かつ、その業務を健全かつ効率的に遂行するに足りる額であること。

(ii) that the amount of stated capital of the applicant insurance company, etc. is not less than the amount provided in Article 2-2 of the Cabinet Order (or Article 38-3 of the Cabinet Order, if the applicant insurance company, etc. is a small amount and short term insurer), and that the amount is sufficient for implementing its business in a sound and efficient manner, even after the reduction in the amount of stated capital; and

三　申請保険会社等の収支が当該資本金の額の減少後において、良好に推移することが見込まれること。

(iii) that the applicant insurance company, etc. is expected to demonstrate sound income and expenditure results, even after reduction in its amount of stated capital.

（資本金等の額の減少に係る備置書類の記載事項）

(Matters to Be Stated in Preserved Documents Related to Reduction in Amount of Stated Capital)

第十九条の二　法第十七条の四第一項に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 19-2 The matters to be specified by Cabinet Office Order, as provided in Article 17-4, paragraph (1) of the Act, are as follows:

一　法第十七条に規定する手続の経過

(i) the procedures as provided in Article 17 of the Act;

二　法第十七条第二項の規定による公告の状況

(ii) the status of public notice under Article 17, paragraph (2) of the Act; and

三　資本金の額の減少による変更の登記をした日

(iii) the registration date of the reduction in the amount of stated capital.

（最終事業年度の末日後に生ずる控除額）

(Deductible Amount Accrued After Last Day of the Most Recent Business Year)

第十九条の三　法第十七条の六第三項の規定により読み替えて適用する会社法第四百四

十六条第七号（剰余金の額）に規定する内閣府令で定める各勘定科目に計上した額の合計額は、第一号から第四号までに掲げる額の合計額から第五号から第八号までに掲げる額の合計額を減じて得た額とする。

Article 19-3 (1) The total of the amount recorded in the accounting items to be specified in Cabinet Office Order, as provided in Article 446, item (vii) (Amounts of Surplus) of the Companies Act applied pursuant to the provisions of Article 17-6, paragraph (3) of the Act following the deemed replacement of terms, is the total of the amounts stated in the items (i) through (iv), less the total of the amounts stated in items (v) through (viii):

一　最終事業年度の末日後に剰余金の額を減少して資本金の額又は準備金の額を増加した場合における当該減少額

(i) the amount of reduction, if, after the last day of the most recent business year, the amount of surplus is reduced and the amount of stated capital or reserve is increased;

二　最終事業年度の末日後に剰余金の配当をした場合における第十七条の十二第一号ロ及び第二号ロに掲げる額

(ii) the amount stated in Article 17-12, item (i), (b) and item (ii), (b), if the dividend of surplus is distributed after the last day of the most recent business year;

三　最終事業年度の末日後に保険業を営む株式会社が吸収型再編受入行為（計算規則第二条第三項第三十八号（定義）に規定する吸収型再編受入行為をいう。以下この条及び第十九条の四において同じ。）に際して処分する自己株式に係る会社法第四百四十六条第二号に掲げる額

(iii) the amount stated in Article 446, item (ii) of the Companies Act which relates to the treasury shares to be disposed by a stock company engaged in insurance business after the last day of its most recent business year, upon the assumption of absorption-type corporate restructuring (meaning the assumption of absorption-type corporate restructuring as provided in Article 2, paragraph (3), item (xxxviii) (Definitions) of the Rules of Accounting; the same applies below in this Article and Article 19-4);

四　最終事業年度の末日後に保険業を営む株式会社が吸収分割会社（会社法第七百五十八条第一号（株式会社に権利義務を承継させる吸収分割契約）に規定する吸収分割会社をいう。次項第五号において同じ。）又は新設分割会社（同法第七百六十三条第五号（株式会社を設立する新設分割計画）に規定する新設分割会社をいう。次項第五号において同じ。）となる吸収分割又は新設分割に際して剰余金の額を減少した場合における当該減少額

(iv) the amount of reduction, when, after the last day of the most recent business year, the stock company engaged in insurance business reduces the amount of surplus upon the absorption-type company split or incorporation-type company split whereby the stock company is the company splitting in the absorption-type split (meaning the company splitting in the absorption-type split as provided in Article 758, item (i) (Absorption-Type Company Split Agreement Which Causes a Stock Company to Succeed to Rights and Obligations) of the Companies Act; the same applies in item (v) of the following paragraph) or a company splitting in the incorporation-type split (meaning a company splitting in the incorporation-type split as provided in Article 763, item (v) (Incorporation-Type Company Split Plan by Which a Stock Company Is Incorporated) of the Companies Act; the same applies in item (v) of the following paragraph);

五　最終事業年度の末日後に保険業を営む株式会社が吸収型再編受入行為をした場合における当該吸収型再編受入行為に係る次に掲げる額の合計額

(v) the total of the following amounts related to the assumption of absorption-type corporate restructuring, when, after the last day of the most recent business year, a stock company engaged in insurance business implements the assumption of absorption-type corporate restructuring:

イ　吸収型再編後の当該保険業を営む株式会社のその他資本剰余金の額から当該吸収型再編の直前の当該保険業を営む株式会社のその他資本剰余金の額を減じて得た額

(a) the amount of any other capital surplus of the stock company engaged in insurance business, as of the time after the implementation of the absorption-type corporate restructuring, less the amount of any other capital surplus of the stock company engaged in insurance business, as of the time immediately prior to the implementation of the absorption-type corporate restructuring;

ロ　吸収型再編後の当該保険業を営む株式会社のその他利益剰余金の額から当該吸収型再編の直前の当該保険業を営む株式会社のその他利益剰余金の額を減じて得た額

(b) the amount of any other retained earnings of the stock company engaged in insurance business, as of the time after the implementation of the absorption-type corporate restructuring, less the amount of any other retained earnings of the stock company engaged in insurance business, as of the time immediately prior to the implementation of the absorption-type corporate restructuring;

六　最終事業年度の末日後に計算規則第二十一条（設立時又は成立後の株式の交付に伴う義務が履行された場合）の規定又は第四十五条の四の二の規定により増加したその他資本剰余金の額

(vi) the amount of any other capital surplus increased after the last day of the most recent business year, pursuant to the provisions of Article 21 (Case of Performance of Obligations Incidental to Delivery of Shares Upon or After Incorporation) or Article 45-4-2 of the Rules of Accounting;

七　最終事業年度の末日後に計算規則第四十二条の二第五項第一号（取締役等が株式会社に対し割当日後にその職務の執行として募集株式を対価とする役務を提供する

場合における株主資本の変動額）の規定により変動したその他資本剰余金の額
(vii) the amount of any other capital surplus increased or decreased after the last day of the most recent business year, pursuant to the provisions of Article 42-2, paragraph (5), item (i) (Amount of Change in Shareholders' Equity When Director, Etc. Provide Service to Stock Company in Consideration for Shares for Subscription in Course of Execution of Duties After Allotment Date) of the Rules of Accounting; and
八　最終事業年度の末日後に計算規則第四十二条の二第七項の規定により自己株式の額を増加した場合における当該増加額
(viii) the amount of treasury shares increased after the last day of the most recent business year, pursuant to the provisions of Article 42-2, paragraph (7) of the Rules of Accounting.
２　前項の規定にかかわらず、最終事業年度のない保険業を営む株式会社における法第十七条の六第三項の規定により読み替えて適用する会社法第四百四十六条第七号に規定する内閣府令で定める各勘定科目に計上した額の合計額は、第一号から第五号までに掲げる額の合計額から第六号から第十四号までに掲げる額の合計額を減じて得た額とする。
(2) Notwithstanding the provisions of the preceding paragraph, regarding the stock company engaged in insurance business which does not have the most recent business year, the total of the amount recorded in the accounting items to be specified by Cabinet Office Order, as provided in Article 446, item (vii) of the Companies Act applied pursuant to the provisions of Article 17-6, paragraph (3) of the Act following the deemed replacement of terms, is the total of the amounts stated in items (i) through (v), less the total of the amounts stated in items (vi) through (xiv):
一　成立の日（会社法以外の法令により保険業を営む株式会社となったものにあっては、当該保険業を営む株式会社が株式会社となった日。以下この項において同じ。）後に会社法第百七十八条第一項（株式の消却）の規定により自己株式の消却をした場合における当該自己株式の帳簿価額
(i) the book value of the treasury shares, when the treasury shares are cancelled after the incorporation date (in the case of a company which, pursuant to the provisions of the laws and regulations other than the Companies Act, became a stock company engaged in insurance business, meaning the day when the stock company engaged in insurance business became a stock company; the same applies below in this paragraph) pursuant to the provisions of Article 178, paragraph (1) (Cancellation of Shares) of the Companies Act;
二　成立の日後に剰余金の配当をした場合における当該剰余金の配当に係る会社法第四百四十六条第六号に掲げる額
(ii) the amount stated in Article 446, item (vi) of the Companies Act which relates to the distribution of dividend of surplus, when the dividend of

surplus is distributed after the incorporation date;
三　成立の日後に剰余金の額を減少して資本金の額又は準備金の額を増加した場合における当該減少額
(iii) the amount of reduction, when the amount of surplus is reduced and the amount of stated capital or reserve is increased after the incorporation date;
四　成立の日後に剰余金の配当をした場合における第十七条の十二第一号ロ及び第二号ロに掲げる額
(iv) the amount stated in Article 17-12, item (i), (b) and item (ii), item (b), when the dividend of surplus is distributed after the incorporation date;
五　成立の日後に保険業を営む株式会社が吸収分割会社又は新設分割会社となる吸収分割又は新設分割に際して剰余金の額を減少した場合における当該減少額
(v) the amount of reduction, when, after the incorporation date, the stock company engaged in insurance business reduces the amount of surplus upon the absorption-type company split or incorporation-type company split whereby it becomes the company splitting in the absorption-type split or company splitting in the incorporation-type split;
六　成立の日におけるその他資本剰余金の額
(vi) the amount of any other capital surplus as of the incorporation date;
七　成立の日におけるその他利益剰余金の額
(vii) the amount of any other retained earnings as of the incorporation date;
八　成立の日後に自己株式の処分をした場合（吸収型再編受入行為に際して自己株式の処分をした場合を除く。）における当該自己株式の対価の額から当該自己株式の帳簿価額を減じて得た額
(viii) the amount of consideration for the treasury shares, when the treasury shares are disposed after the incorporation date (excluding the cases of disposition of treasury shares upon assumption of absorption-type corporate restructuring), less the book value of the treasury shares;
九　成立の日後に資本金の額の減少をした場合における当該減少額（会社法第四百四十七条第一項第二号（資本金の額の減少）の額を除く。）
(ix) the amount of reduction, when the amount of stated capital is reduced after the incorporation date (excluding the amount referred to in Article 447, paragraph (1), item (ii) (Reductions in Amount of Stated Capital) of the Companies Act);
十　成立の日後に準備金の額の減少をした場合における当該減少額（会社法第四百四十八条第一項第二号（準備金の額の減少）の額を除く。）
(x) the amount of reduction, when the amount of reserves is reduced after the incorporation date (excluding the amount referred to in Article 448, paragraph (1), item (ii) (Reductions in Amount of Reserves) of the Companies Act);
十一　成立の日後に保険業を営む株式会社が吸収型再編受入行為をした場合における当該吸収型再編受入行為に係る次に掲げる額の合計額

(xi) the total of the following amounts related to the assumption of absorption-type corporate restructuring, when the stock company engaged in insurance business implements the assumption of absorption-type corporate restructuring after the incorporation date:

イ　吸収型再編後の当該保険業を営む株式会社のその他資本剰余金の額から当該吸収型再編の直前の当該保険業を営む株式会社のその他資本剰余金の額を減じて得た額

(a) the amount of any other capital surplus of the stock company engaged in insurance business, as of the time after the implementation of the absorption-type corporate restructuring, less the amount of any other capital surplus of the stock company engaged in insurance business, as of the time immediately prior to the implementation of the absorption-type corporate restructuring;

ロ　吸収型再編後の当該保険業を営む株式会社のその他利益剰余金の額から当該吸収型再編の直前の当該保険業を営む株式会社のその他利益剰余金の額を減じて得た額

(b) the amount of any other retained earnings of the stock company engaged in insurance business, as of the time after the implementation of the absorption-type corporate restructuring, less the amount of any other retained earnings of the stock company engaged in insurance business, as of the time immediately prior to the implementation of the absorption-type corporate restructuring;

十二　成立の日後に計算規則第二十一条の規定により増加したその他資本剰余金の額又は効力発生日（法第八十六条第四項第十二号に規定する効力発生日をいう。）後に第四十五条の四の二の規定により増加したその他資本剰余金の額

(xii) the amount of any other capital surplus increased after the incorporation date pursuant to the provisions of Article 21 of the Rules of Accounting; or the amount of any other surplus increased after the effective date (meaning an effective date as provided in Article 86, paragraph (4), item (xii) of the Act) pursuant to the provisions of Article 45-4-2;

十三　成立の日後に計算規則第四十二条の二第五項第一号の規定により変動したその他資本剰余金の額

(xiii) the amount of any other capital surplus increased or decreased after the incorporation date pursuant to the provisions of Article 42-2, paragraph (5), item (i) of the Rules of Accounting; and

十四　成立の日後に計算規則第四十二条の二第七項の規定により自己株式の額を増加した場合における当該増加額

(xiv) the amount of treasury shares increased after the incorporation date pursuant to the provisions of Article 42-2, paragraph (7) of the Rules of Accounting.

3　最終事業年度の末日後に持分会社が保険業を営む株式会社となった場合には、保険

業を営む株式会社となった日における当該保険業を営む株式会社のその他資本剰余金の額及びその他利益剰余金の額の合計額を最終事業年度の末日における剰余金の額とみなす。

(3) When, after the last day of the most recent business year, any membership company becomes a stock company engaged in insurance business, the total of the amount of other capital surplus and other retained earnings of the stock company engaged in insurance business, as of the day when it became a stock company engaged in insurance business, is deemed as the amount of surplus as of the last day of the most recent business year.

（臨時計算書類の利益の額）

(Amount of Profits in Relation to Provisional Financial Statements)

第十九条の三の二　法第十七条の六第三項の規定により読み替えて適用する会社法第四百六十一条第二項第二号イ（配当等の制限）に規定する内閣府令で定める各勘定科目に計上した額は、臨時計算書類（会社法第四百四十一条第一項（臨時計算書類）に規定する臨時計算書類をいう。次条第五号において同じ。）の損益計算書に計上された当期純損益金額（零以上の額に限る。）とする。

Article 19-3-2 The amount recorded in each accounting items to be specified by Cabinet Office Order, as provided in Article 461, paragraph (2), item (ii), (a) (Restriction on Dividends) of the Companies Act applied pursuant to the provisions of Article 17-6, paragraph (3) of the Act following the deemed replacement of terms, is the amount of net income or net loss for the period (limited to the amount not less than zero) recorded in the profit and loss statement contained in the provisional financial statements (meaning the provisional financial statements as provided in Article 441, paragraph (1) (Provisional Financial Statements) of the Companies Act; the same applies in item (v) of the following Article).

（その他減ずるべき額）

(Other Amounts to Be Reduced)

第十九条の四　法第十七条の六第三項の規定により読み替えて適用する会社法第四百六十一条第二項第六号（配当等の制限）に規定する内閣府令で定める各勘定科目に計上した額の合計額は、第一号から第七号までに掲げる額の合計額から第八号及び第九号に掲げる額の合計額を減じて得た額とする。

Article 19-4 The total of the amounts recorded in each of the accounting items to be specified by Cabinet Office Order, as provided in Article 461, paragraph (2), item (vi) (Reduction on Dividends) of the Companies Act applied pursuant to the provisions of Article 17-6, paragraph (3) of the Act following the deemed replacement of terms, is the total of the amounts stated in items (i) through (vii), less the total of the amounts stated in items (viii) and (ix):

一　最終事業年度（会社法第四百六十一条第二項第二号に規定する場合にあっては、

同法第四百四十一条第一項第二号（臨時計算書類）の期間（当該期間が二以上ある場合にあっては、その末日が最も遅いもの）。以下この号から第三号まで、第七号イ及びロ並びに第八号において同じ。）の末日（最終事業年度がない場合（同法第四百六十一条第二項第二号に規定する場合を除く。）にあっては、成立の日。以下この号から第三号まで、第七号イ及びロ並びに第八号において同じ。）におけるのれん等調整額（資産の部に計上したのれんの額を二で除して得た額及び繰延資産として計上した額の合計額をいう。以下この号及び第四号において同じ。）が次のイからハまでに掲げる場合に該当する場合における当該イからハまでに定める額

(i) when the goodwill, etc. adjustment amount (meaning the amount of goodwill recorded on the asset section divided by two, plus the amount recorded as deferred assets; the same applies below in this item and item (iv)) as of the last day (or the date of incorporation, if there is no most recent business year (excluding the case provided in Article 461, paragraph (2), item (ii) of the Companies Act); the same applies below in this item to item (iii), item (vii), (a) and (b) and item (viii)) of the most recent business year (or, if provided in Article 461, paragraph (2), item (ii) of the Companies Act applies, meaning the period as specified in Article 441, paragraph (1), item (i) (Provisional Financial Statements) of that Act (if there are two or more of those periods, the period the last day of which comes the latest); the same applies below in this item to item (iii), item (vii), (a) and (b) and item (viii)) falls under the cases stated in any of (a) through (c) below, the amount respectively specified in (a) through (c):

イ　当該のれん等調整額が資本等金額（最終事業年度の末日における資本金の額及び準備金の額の合計額をいう。以下この号において同じ。）以下である場合　零

(a) in cases where the goodwill, etc. adjustment amount is not more than the amount of stated capital, etc. (meaning the total amount of stated capital and reserves as of the last day of the most recent business year; the same applies below in this item): zero;

ロ　当該のれん等調整額が資本等金額及び最終事業年度の末日におけるその他資本剰余金の額の合計額以下である場合（イに掲げる場合を除く。）　当該のれん等調整額から資本等金額を減じて得た額

(b) when the goodwill, etc. adjustment amount is not more than the total of the amount of stated capital, etc. and other capital surplus as of the last day of the most recent business year (excluding the cases stated in item (a)): the amount of goodwill, etc. adjustment amount, less the amount of stated capital, etc.;

ハ　当該のれん等調整額が資本等金額及び最終事業年度の末日におけるその他資本剰余金の額の合計額を超えている場合　次に掲げる場合の区分に応じ、次に定める額

(c) when the goodwill, etc. adjustment amount exceeds the total of the amount of stated capital, etc. and other capital surplus as of the last day of the most recent business year: the amount specified in the following items, in accordance with the categories of the cases as respectively stated in those items:

（１） 最終事業年度の末日におけるのれんの額を二で除して得た額が資本等金額及び最終事業年度の末日におけるその他資本剰余金の額の合計額以下の場合　当該のれん等調整額から資本等金額を減じて得た額

1. when the amount obtained by dividing the goodwill amount as of the last day of the most recent business year by two is not more than the total of the amount of stated capital, etc. and the other capital surplus as of the last day of the most recent business year: the amount of goodwill, etc. adjustment amount, less the amount of stated capital, etc.;

（２） 最終事業年度の末日におけるのれんの額を二で除して得た額が資本等金額及び最終事業年度の末日におけるその他資本剰余金の額の合計額を超えている場合　最終事業年度の末日におけるその他資本剰余金の額及び繰延資産として計上した額の合計額

2. when the amount obtained by dividing the goodwill amount as of the last day of the most recent business year by two exceeds the total of the amount of stated capital, etc. and the other capital surplus as of the last day of the most recent business year: the total of the amount of the other capital surplus as of the last day of the most recent business year and the amount recorded as deferred assets;

二　最終事業年度の末日における貸借対照表のその他有価証券評価差額金の項目に計上した額（当該額が零以上である場合にあっては、零）を零から減じて得た額

(ii) zero, minus the amount recorded in the items of the valuation difference on available-for-sale securities in the balance sheet as of the last day of the most recent business year (or zero, if the amount is zero or more);

三　最終事業年度の末日における貸借対照表の土地再評価差額金の項目に計上した額（当該額が零以上である場合にあっては、零）を零から減じて得た額

(iii) zero, minus the amount recorded in the items of the land revaluation difference contained in the balance sheet as of the last day of the most recent business year (or zero, if the amount is zero or more);

四　保険業を営む株式会社が連結配当規制適用会社（計算規則第二条第三項第五十五号（定義）に規定する連結配当規制適用会社をいう。）であるとき（同号のある事業年度が最終事業年度である場合に限る。）は、イに掲げる額からロ及びハに掲げる額の合計額を減じて得た額（当該額が零未満である場合にあっては、零）

(iv) when the stock company engaged in insurance business falls under the category of the company subject to restriction of consolidated dividends (meaning a company subject to restriction of consolidated dividends as provided in Article 2, paragraph (3), item (lv) (Definitions) of the Rules of Accounting) (limited to the case where the specific business year referred to in the same item is the most recent business year), the amount stated in (a) below, less the total of the amounts stated in (b) and (c) (or zero, if the amount is zero or more):

イ　最終事業年度の末日における貸借対照表の（１）から（３）までに掲げる額の合計額から（４）に掲げる額を減じて得た額

(a) the total of the amount stated in 1. through 3. below contained in the balance sheet as of the last day of the latest business year, less the amount stated in 4. below:

（１）　株主資本の額

1. the amount of shareholders' equity;

（２）　その他有価証券評価差額金の項目に計上した額（当該額が零以上である場合にあっては、零）

2. any other amount recorded in the item of valuation difference on available-for-sale securities (or zero, if the amount is zero or more);

（３）　土地再評価差額金の項目に計上した額（当該額が零以上である場合にあっては、零）

3. the amount recorded in the item of land revaluation difference (or zero, if the amount is zero or more); and

（４）　のれん等調整額（当該のれん等調整額が資本金の額、資本剰余金の額及び利益準備金の額の合計額を超えている場合にあっては、資本金の額、資本剰余金の額及び利益準備金の額の合計額）

4. the goodwill, etc. adjustment amount (when the goodwill, etc. adjustment amount exceeds the total of the amounts of stated capital, capital surplus and retained earning reserves, the total of the amounts of stated capital, capital surplus and the retained earning reserves);

ロ　最終事業年度の末日後に子会社（会社法第二条第三号（定義）に規定する子会社をいう。以下この号において同じ。）から当該保険業を営む株式会社の株式を取得した場合における当該株式の取得直前の当該子会社における帳簿価額のうち、当該保険業を営む株式会社の当該子会社に対する持分に相当する額

(b) when, after the last day of the most recent business year, the shares in the stock company engaged in insurance business are acquired from the subsidiary company (meaning the subsidiary company as provided in Article 2, item (iii) (Definitions) of the Companies Act; the same applies below in this item), the book value immediately before the acquisition, which corresponds to the portion of equity in the subsidiary company held by the stock company engaged in insurance business;

ハ　最終事業年度の末日における連結貸借対照表（関連する注記を含む。以下同じ。）の（１）から（３）までに掲げる額の合計額から（４）に掲げる額を減じて得た額

(c) the total of the amounts stated in 1. through 3., less the amount stated in 4. below, as stated in the consolidated balance sheet (including the relevant notes; the same applies below) as of the last day of the most recent business year:

（１） 株主資本の額

1. the amount of shareholders' equity;

（２） その他有価証券評価差額金の項目に計上した額（当該額が零以上である場合にあっては、零）

2. the amount recorded in the item of valuation difference on available-for-sale securities (or zero, if the amount is zero or more);

（３） 土地再評価差額金の項目に計上した額（当該額が零以上である場合にあっては、零）

3. the amount recorded in the item of land revaluation difference (or zero, if the amount is zero or more); and

（４） のれん等調整額（当該のれん等調整額が資本金の額及び資本剰余金の額の合計額を超えている場合にあっては、資本金の額及び資本剰余金の額の合計額）

4. the goodwill, etc. adjustment amount (when the goodwill, etc. adjustment amount exceeds the total of the amounts of stated capital and capital surplus, the total of the amounts of stated capital and capital surplus);

五 最終事業年度の末日（最終事業年度がない場合にあっては、成立の日。次号及び第九号において同じ。）後に二以上の臨時計算書類を作成した場合における最終の臨時計算書類以外の臨時計算書類に係る会社法第四百六十一条第二項第二号に掲げる額（同号ロに掲げる額のうち、吸収型再編受入行為及び特定募集（次の要件のいずれにも該当する場合におけるロの募集をいう。以下この条において同じ。）に際して処分する自己株式に係るものを除く。）から同項第五号に掲げる額を減じて得た額

(v) the amount stated in Article 461, paragraph (2), item (ii) of the Companies Act which relates to the provisional financial statements except for the latest provisional financial statements, in the cases where two or more provisional financial statements are prepared after the last day of the most recent business year (or after the date of incorporation, if there is no most recent business year; the same applies in the following item and item (ix)) (excluding the amount specified in (b) of the same item which relates to the treasury shares disposed upon the assumption of absorption-type corporate restructuring and specified solicitation (meaning the solicitation referred to in (b), when all of the following requirements are met; the same applies below in this Article)), less the amount stated in item (v) of the same paragraph:

イ 最終事業年度の末日後に会社法第百七十三条第一項（効力の発生）の規定により当該保険業を営む株式会社の株式の取得（株式の取得に際して当該株式の株主に対してロの募集により当該保険業を営む株式会社が払込み又は給付を受けた財産のみを交付する場合における当該株式の取得に限る。）をすること。

(a) that the shares in the stock company engaged in insurance business are acquired after the last day of the most recent business year, pursuant to the provisions of Article 173, paragraph (1) (Effectuation) of the Companies Act (limited to the acquisition of shares, when, upon acquisition, only the properties paid or contributed to the stock company engaged in insurance business through the solicitation under (b) will be delivered to the shareholders);

ロ　会社法第二編第二章第八節（募集株式の発行等）の規定によりイの株式（当該株式の取得と同時に当該取得した株式の内容を変更する場合にあっては、当該変更後の内容の株式）の全部又は一部を引き受ける者の募集をすること。

(b) that, pursuant to the provisions of Part II, Chapter II, Section 8 of the Companies Act (Issuing Shares for Subscription), solicitation for subscribers of all or part of the shares referred to in (a) (when any condition of the shares acquired is to be modified upon the acquisition, the shares with the modified conditions) is performed;

ハ　イの株式の取得に係る会社法第百七十一条第一項第三号（全部取得条項付種類株式の取得に関する決定）の日とロの募集に係る同法第百九十九条第一項第四号（募集事項の決定）の期日が同一の日であること。

(c) that the date referred to in Article 171, paragraph (1), item (iii) (Determinations Regarding Acquisition of Shares Subject to Class-Wide Call) of the Companies Act which relates to the share acquisition referred to in (a) and the date referred to in Article 199, paragraph (1), item (iv) (Determination of Subscription Requirements) of that Act which relates to the solicitation under (b) are the same;

六　最終事業年度の末日後保険業を営む株式会社が吸収型再編受入行為又は特定募集に際して処分する自己株式に係る会社法第四百六十一条第二項第二号ロに掲げる額

(vi) the amount stated in Article 461, paragraph (2), item (ii), (b) of the Companies Act which relates to the treasury shares disposed after the last day of the most recent business year, upon the assumption of absorption-type corporate restructuring or specified solicitation;

七　次に掲げる額の合計額

(vii) the total of the amounts stated in the following items:

イ　最終事業年度の末日後に計算規則第二十一条（設立時又は成立後の株式の交付に伴う義務が履行された場合）の規定又は第四十五条の四の二の規定により増加したその他資本剰余金の額

(a) the amount of any other capital surplus increased after the last day of the most recent business year, pursuant to the provisions of Article 21 (When Obligations Concerning the Delivery of Shares at the Time of Incorporation or after Formation Have Been Performed) or Article 45-4-2 of the Rules of Accounting;

ロ　最終事業年度の末日後に計算規則第四十二条の二第五項第一号（取締役等が株

式会社に対し割当日後にその職務の執行として募集株式を対価とする役務を提供する場合における株主資本の変動額）の規定により変動したその他資本剰余金の額

(b) the amount of any other capital surplus increased or decreased after the last day of the most recent business year, pursuant to the provisions of Article 42-2, paragraph (5), item (i) (Amount of Change in Shareholders' Equity When Director, Etc. Provide Service to Stock Company in Consideration for Shares for Subscription in Course of Execution of Duties After Allotment Date) of the Rules of Accounting; and

ハ　最終事業年度がない保険業を営む株式会社が成立の日後に自己株式を処分した場合における当該自己株式の対価の額

(c) the amount of consideration for the treasury shares, when, after the incorporation date, the stock company engaged in insurance business which has no most recent business year disposes its treasury shares;

八　最終事業年度の末日後に保険業を営む株式会社が当該保険業を営む株式会社の株式を取得した場合（会社法第百五十五条第十二号（総則）に掲げる場合以外の場合において、当該株式の取得と引換えに当該株式の株主に対して当該保険業を営む株式会社の株式を交付するときに限る。）における当該取得した株式の帳簿価額から次に掲げる額の合計額を減じて得た額

(viii) the book value of the acquired shares less the total of the following amounts, if, after the last day of the most recent business year, the stock company engaged in insurance business has acquired the shares in the stock company engaged in insurance business (limited to cases other than those stated in Article 155, item (xii) (General Provisions) of the Companies Act, and where the shares in the stock company engaged in insurance business are to be delivered to the shareholders in exchange for acquisition of the shares):

イ　当該取得に際して当該取得した株式の株主に交付する当該保険業を営む株式会社の株式以外の財産（社債等（社債及び新株予約権をいい、自己社債及び自己新株予約権を除く。ロにおいて同じ。）を除く。）の帳簿価額

(a) the book value of the properties of the stock company engaged in insurance business other than its shares (the properties exclude the Corporate Bonds, etc. (collectively meaning corporate bonds and share options, and excluding its own bonds and own share options; the same applies in (b))), which are to be delivered to the shareholders of the shares acquired upon the acquisition;

ロ　当該取得に際して当該取得した株式の株主に交付する当該保険業を営む株式会社の社債等に付すべき帳簿価額

(b) the book value to be posted to the Corporate Bonds, etc. of the stock company engaged in insurance business, which are to be delivered to the shareholders of the shares acquired upon the acquisition; and

九　最終事業年度の末日後に保険業を営む株式会社が吸収型再編受入行為又は特定募集に際して処分する自己株式に係る会社法第四百六十一条第二項第四号（最終事業年度がない場合にあっては、第七号）に掲げる額

(ix) the amount stated in Article 461, paragraph (2), item (iv) of the Companies Act (or item (vii), if the company has no most recent business year) which relates to the treasury shares disposed after the last day of the most recent business year by the stock company engaged in insurance business, upon the assumption of absorption-type corporate restructuring or specified solicitation.

第二節　相互会社
Section 2 Mutual Company
第一款　機関等
Subsection 1 Organs

（設立費用）

(Incorporation Expenses)

第二十条　法第二十四条第一項第三号に規定する内閣府令で定めるものは、次に掲げるものとする。

Article 20 The expenses to be specified by Cabinet Office Order, as provided in Article 24, paragraph (1), item (iii) of the Act are as follows:

一　定款に係る印紙税

(i) stamp duty imposed in relation to articles of incorporation;

二　設立時に募集をする基金の拠出に係る金銭の払込みの取扱いをした銀行等（法第二十八条第一項第三号に規定する銀行等をいう。）に支払うべき手数料及び報酬

(ii) fees and compensation payable to a bank, etc. (meaning a bank, etc. as provided in Article 28, paragraph (1), item (iii) of the Act) which handled the affairs related to payment of money, in connection with the fund contribution to be solicited upon the incorporation; and

三　法第二十四条第二項において準用する会社法第三十三条第三項（定款の記載又は記録事項に関する検査役の選任）の規定により決定された検査役の報酬

(iii) compensation payable to inspectors determined pursuant to the provisions of Article 33, paragraph (3) (Appointment of Inspector of Information Specified or Recorded in the Articles of Incorporation) of the Companies Act as applied mutatis mutandis pursuant to Article 24, paragraph (2) of the Act; and

四　相互会社の設立の登記の登録免許税

(iv) registration tax required for registration of incorporation of a mutual company.

（検査役の調査を要しない市場価格のある有価証券）

(Securities with Market Price Exempted from the Requirement of Investigation by Inspector)

第二十条の二　法第二十四条第二項において読み替えて準用する会社法第三十三条第十項第二号（定款の記載又は記録事項に関する検査役の選任）に規定する内閣府令で定める方法は、次に掲げる額のうちいずれか高い額をもって法第二十四条第二項において読み替えて準用する会社法第三十三条第十項第二号に規定する有価証券の価格とする方法とする。

Article 20-2 The method to be specified by Cabinet Office Order, as provided in Article 33, paragraph (10), item (ii) (Appointment of Inspector of Information Specified or Recorded in the Articles of Incorporation) of the Companies Act applied mutatis mutandis pursuant to Article 24, paragraph (2) of the Act following the deemed replacement of terms, is the method whereby the higher of the following amounts is treated as the price of securities provided in Article 33, paragraph (10), item (ii) of the Companies Act as applied mutatis mutandis pursuant to Article 24, paragraph (2) of the Act following the deemed replacement of terms:

一　法第二十三条第四項において準用する会社法第三十条第一項（定款の認証）の認証の日における当該有価証券を取引する市場における最終の価格（当該日に売買取引がない場合又は当該日が当該市場の休業日に当たる場合にあっては、その後最初になされた売買取引の成立価格）

(i) the closing price of the securities at the market where those securities are traded, as of the day of certification referred to in Article 30, paragraph (1) (Certification of Articles of Incorporation) of the Companies Act as applied mutatis mutandis pursuant to Article 23, paragraph (4) of the Act (if no sale and purchase transaction was conducted on the relevant day, or where the relevant day falls on a non-business day of the market, the contract price of the sale and purchase transaction effected for the first time after the relevant day); or

二　法第二十三条第四項において準用する会社法第三十条第一項の認証の日において当該有価証券が公開買付け等（金融商品取引法第二十七条の二第六項（同法第二十七条の二十二の二第二項において準用する場合を含む。）に規定する公開買付け及びこれに相当する外国の法令に基づく制度をいう。以下同じ。）の対象であるときは、当該日における当該公開買付け等に係る契約における当該有価証券の価格

(ii) when, as of the day of the certification as provided in Article 30, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 23, paragraph (4) of the Act, the securities are the target of a tender offer, etc. (meaning the tender offer as provided in Article 27-2, paragraph (6) of the Financial Instruments and Exchange Act (including as applied mutatis mutandis pursuant to Article 272-22-2, paragraph (2) of the same Article) as well as any equivalent system under the laws and regulations of foreign states; the same applies below), the price of those securities as of the relevant day provided for in the contract related to the tender offer, etc.

（銀行等）

(Banks)

第二十条の三　法第二十八条第一項第三号に規定する内閣府令で定めるものは、次に掲げるものとする。

Article 20-3 The financial institutions to be specified by Cabinet Office Order, as provided in Article 28, paragraph (1), item (iii) of the Act, are as follows:

一　農業協同組合法（昭和二十二年法律第百三十二号）第十条第一項第三号（事業）の事業を行う農業協同組合又は農業協同組合連合会

(i) agricultural cooperatives or a federation of agricultural cooperatives that carries out the business referred to in Article 10, paragraph (1), item (iii) (Businesses) of the Agricultural Cooperatives Act (Act No. 132 of 1947);

二　水産業協同組合法（昭和二十三年法律第二百四十二号）第十一条第一項第四号（事業の種類）、第八十七条第一項第四号（事業の種類）、第九十三条第一項第二号（事業の種類）又は第九十七条第一項第二号（事業の種類）の事業を行う漁業協同組合、漁業協同組合連合会、水産加工業協同組合又は水産加工業協同組合連合会

(ii) fisheries cooperatives, a federation of fisheries cooperatives, fishery processing cooperatives or a federation of fishery processing cooperatives that carries out the business referred to in Article 11, paragraph (1), item (iv) (Types of Business), Article 87, paragraph (1), item (iv) (Types of Business), Article 93, paragraph (1), item (ii) (Types of Business) or Article 97, paragraph (1), item (ii) (Types of Business) of the Fisheries Cooperatives Act (Act No. 242 of 1948);

三　信用協同組合又は中小企業等協同組合法（昭和二十四年法律第百八十一号）第九条の九第一項第一号（協同組合連合会）の事業を行う協同組合連合会

(iii) credit cooperatives, or a federation of cooperatives that carries out the business referred to in Article 9-9, paragraph (1), item (i) (Federation of Cooperatives) of the Small and Medium-Sized Enterprise Cooperatives Act (Act No. 181 of 1949);

四　信用金庫又は信用金庫連合会

(iv) shinkin banks, or a federation of shinkin banks;

五　労働金庫又は労働金庫連合会

(v) labor banks, or The Rokinren Bank;

六　農林中央金庫

(vi) The Norinchukin Bank; and

七　株式会社商工組合中央金庫

(vii) the Shoko Chukin Bank Limited.

（基金の拠出の申込みをしようとする者に対して通知すべき事項）

(Matters Requiring Notices to Prospective Subscribers of Fund Contribution)

第二十条の四　法第二十八条第一項第四号に規定する内閣府令で定める事項は、定款に定められた事項（同条第一項第一号から第三号までに掲げる事項を除く。）であって、相互会社の設立に際して基金の拠出の申込みをしようとする者が発起人に対して通知することを請求した事項とする。

Article 20-4 The matters to be specified by Cabinet Office Order, as provided in Article 28, paragraph (1), item (iv) of the Act, are the matters specified in the articles of incorporation (excluding those specified in items (i) through (iii) of the same Article), regarding which notices are requested by the prospective subscribers of fund contribution at the time of incorporation of the mutual company to the incorporator.

（入社の申込みをしようとする者に対して通知すべき事項）

(Matters Requiring Notices to Persons Intending to Make Application for Membership)

第二十条の五　法第三十条の七第一項第六号に規定する内閣府令で定める事項は、定款に定められた事項（同項第一号から第五号までに掲げる事項を除く。）であって、相互会社の設立に際して入社の申込みをしようとする者が発起人に対して通知することを請求した事項とする。

Article 20-5 The matters to be specified by Cabinet Office Order, as provided in Article 30-7, paragraph (1), item (vi) of the Act, are the matters specified in the articles of incorporation (excluding the matters specified in items (i) through (v) of the same paragraph), regarding which notices are requested by the persons intending to prospective applicant of membership at the time of incorporation of the mutual company to the incorporator.

（招集の決定事項）

(Matters to Be Determined upon Calling of Meeting)

第二十条の六　法第三十条の八第六項において読み替えて準用する会社法第六十七条第一項第五号（創立総会の招集の決定）に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 20-6 The matters to be specified by Cabinet Office Order, as provided in Article 67, paragraph (1), item (v) (Determinations to Call Organizational Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act following the deemed replacement of terms, are as follows:

一　法第三十条の八第六項において準用する会社法第六十七条第一項第三号又は第四号に掲げる事項を定めたときは、次に掲げる事項

(i) when the matters stated in Article 67, paragraph (1), item (iii) or (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act are determined, the following matters:

イ　次条第一項の規定により創立総会参考書類（法第三十条の八第六項において準

用する会社法第七十条第一項（創立総会参考書類の交付等）に規定する創立総会参考書類をいう。次条において同じ。）に記載すべき事項

(a) the matters to be specified in organizational meeting reference documents (meaning the organizational meeting reference documents as provided in Article 70, paragraph (1) (Giving of Reference Documents for Organizational Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act; the same applies in the following Article) pursuant to the provisions of paragraph (1) of the following Article;

ロ　法第三十条の八第六項において準用する会社法第六十七条第一項第三号に掲げる事項を定めたときは、書面による議決権の行使の期限（創立総会の日時以前の時であって、法第三十条の八第六項において準用する会社法第六十八条第一項（創立総会の招集の通知）の規定による通知を発した日から二週間を経過した日以後の時に限る。）

(b) when the matters specified in Article 67, paragraph (1), item (iii) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act are determined, the time limit for the exercise of voting rights in writing (limited to the timing on or before the date and time of the organizational meeting, but which falls on or after the day when two weeks passes from the day of dispatching the notice under Article 68, paragraph (1) (Notices of Calling Organization Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act);

ハ　法第三十条の八第六項において準用する会社法第六十七条第一項第四号に掲げる事項を定めたときは、電磁的方法による議決権の行使の期限（創立総会の日時以前の時であって、法第三十条の八第六項において準用する会社法第六十八条第一項の規定による通知を発した日から二週間を経過した日以後の時に限る。）

(c) when the matters specified in Article 67, paragraph (1), item (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act are determined, the time limit for the exercise of voting rights by the electronic or magnetic means (limited to the timing on or before the date and time of the organizational meeting, but which falls on or after the day when two weeks passes from the day of dispatching the notice under Article 68, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act);

ニ　社員になろうとする者から各議案についての賛否（棄権の欄を設ける場合にあっては、棄権を含む。第二十条の十九及び第二十三条において同じ。）を記載する欄に記載がない議決権行使書面（法第三十条の八第六項において準用する会社法第七十条第一項（議決権行使書面の交付等）に規定する議決権行使書面をいう。以下この条及び第二十条の八において同じ。）が発起人に提出された場合における各議案についての賛成、反対又は棄権のいずれかの意思の表示があったものと

する取扱いを定めるときは、その取扱いの内容

(d) the details of the treatment, if, when a voting form (meaning the voting form as provided in Article 70, paragraph (1) (Giving of Voting Forms) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act; the same applies below in this Article and Article 20-8) is submitted to the incorporator without any entry in the space to indicate answer whether the prospective member casts affirmative or negative votes on the items on the agenda (if the space to indicate abstention is to be provided, including the answer whether the prospective member intends to abstain from voting; the same applies in Article 20-19 and Article 23), the prospective member is to be treated to have manifested the intention to cast an affirmative or negative vote on the items on agenda, or to abstain from voting;

ホ　一の社員になろうとする者が同一の議案につき次に掲げる場合の区分に応じ、次に定める規定により重複して議決権を行使した場合において、当該同一の議案に対する議決権の行使の内容が異なるものであるときにおける当該社員になろうとする者の議決権の行使の取扱いに関する事項を定めるとき（次号に規定する場合を除く。）は、その事項

(e) the matter related to treatment of the exercise of voting rights by a prospective member, if the treatment is provided for the cases where a single prospective member exercises the voting rights in duplicate for the same item on the agenda pursuant to the following provisions categorized by the cases as respectively stated in the relevant provisions and where there is a discrepancy between the duplicate exercises of voting rights for the same item on the agenda (excluding the cases provided in the following item):

（１）　法第三十条の八第六項において準用する会社法第六十七条第一項第三号に掲げる事項を定めた場合　法第三十条の八第六項において準用する会社法第七十五条第一項（書面による議決権の行使）

1. when the matter specified in Article 67, paragraph (1), item (iii) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act is provided: Article 75, paragraph (1) (Voting in Writing) of the Companies Act applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act;

（２）　法第三十条の八第六項において準用する会社法第六十七条第一項第四号に掲げる事項を定めた場合　法第三十条の八第六項において準用する会社法第七十六条第一項（電磁的方法による議決権の行使）

2. when the matter specified in Article 67, paragraph (1), item (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act is provided: Article 76, paragraph (1) (Voting by Electronic or Magnetic Means) of the Companies Act applied

mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act;
二　法第三十条の八第六項において準用する会社法第六十七条第一項第三号及び第四号に掲げる事項を定めたときは、次に掲げる事項
(ii) the following matters, when the matter specified in Article 67, paragraph (1), item (iii) and (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act is provided:
イ　法第三十条の八第六項において読み替えて準用する会社法第六十八条第三項の承諾をした社員になろうとする者の請求があった時に当該社員になろうとする者に対して法第三十条の八第六項において準用する会社法第七十条第一項の規定による議決権行使書面の交付（当該交付に代えて行う法第三十条の八第六項において準用する会社法第七十条第二項の規定による電磁的方法による提供を含む。）をすることとするときは、その旨
(a) when the voting form under Article 70, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act is to be delivered (including provision by electronic or magnetic means in lieu of the delivery, pursuant to Article 70, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act) to a prospective member who has given an approval under Article 68, paragraph (3) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act following the deemed replacement of terms, subject to the prospective member's request, that fact;
ロ　一の社員になろうとする者が同一の議案につき法第三十条の八第六項において読み替えて準用する会社法第七十五条第一項（書面による議決権の行使）又は第七十六条第一項（電磁的方法による議決権の行使）の規定により重複して議決権を行使した場合において、当該同一の議案に対する議決権の行使の内容が異なるものであるときにおける当該社員になろうとする者の議決権の行使の取扱いに関する事項を定めるときは、その事項
(b) the matter related to treatment of the exercise of voting rights by a prospective member, if the treatment is provided for the cases where a single prospective member exercises the voting rights in duplicate for the same item on the agenda pursuant to the provisions of Article 75, paragraph (1) (Voting in Writing) or Article 76, paragraph (1) (Voting by Electronic or Magnetic Means) as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act following the deemed replacement of terms and where there is a discrepancy between the duplicate exercises of voting rights for the same item on the agenda;
三　第一号に規定する場合以外の場合において、次に掲げる事項が創立総会の目的である事項であるときは、当該事項に係る議案の概要
(iii) the outline of the proposal for the following matter, when the matter is the purpose of the organization meeting, except for the cases provided in item (i):

イ　設立時役員等（法第三十条の十第一項に規定する設立時取締役、設立時会計参与、設立時監査役及び設立時会計監査人をいう。）の選任

(a) appointment of officers, etc. at incorporation (meaning directors at incorporation, accounting advisors at incorporation, company auditors at incorporation and financial auditors at incorporation as provided in Article 30-10, paragraph (1) of the Act); and

ロ　定款の変更

(b) amendment to articles of incorporation.

（創立総会参考書類）

(Organizational Meeting Reference Documents)

第二十条の七　法第三十条の八第六項において準用する会社法第七十条第一項又は第七十一条第一項（創立総会参考書類の交付等）の規定により交付すべき創立総会参考書類は、別紙様式第五号に準じて作成しなければならない。

Article 20-7 (1) The organizational meeting reference documents to be given pursuant to the provisions of Article 70, paragraph (1) or Article 71, paragraph (1) (Giving of Reference Documents for Organizational Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act must be prepared in accordance with Appended Form No. 5.

２　法第三十条の八第六項において準用する会社法第六十七条第一項第三号及び第四号（創立総会の招集の決定）に掲げる事項を定めた発起人が行った創立総会参考書類の交付（当該交付に代えて行う電磁的方法による提供を含む。）は、法第三十条の八第六項において準用する会社法第七十条第一項及び第七十一条第一項の規定による創立総会参考書類の交付とする。

(2) The delivery of organizational meeting reference documents implemented by an incorporator, providing for the matters specified in Article 67, paragraph (1), items (iii) and (iv) (Determinations to Call Organizational Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act (the delivery includes the provision of information implemented by the electronic or magnetic means in lieu of the delivery) is the delivery of the organizational meeting reference documents pursuant to Article 70, paragraph (1) and Article 71, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act.

（議決権行使書面）

(Voting Forms)

第二十条の八　法第三十条の八第六項において準用する会社法第七十条第一項（議決権行使書面の交付等）の規定により交付すべき議決権行使書面は、別紙様式第五号の二に準じて作成しなければならない。

Article 20-8 (1) Voting forms to be delivered pursuant to the provisions of Article

70, paragraph (1) (Giving of Voting Forms) of the Companies Act, as applied mutatis mutandis pursuant to Article 30-8 of the Act, must be prepared in accordance with Appended Form No. 5-2.

２　第二十条の六第二号イに掲げる事項を定めた場合には、発起人は、法第三十条の八第六項において準用する会社法第六十八条第三項（創立総会の招集の通知）の承諾をした社員になろうとする者の請求があった時に、当該社員になろうとする者に対して、法第三十条の八第六項において準用する会社法第七十条第一項の規定による議決権行使書面の交付（当該交付に代えて行う法第三十条の八第六項において準用する会社法第七十条第二項の規定による電磁的方法による提供を含む。）をしなければならない。

(2) If the incorporator has prescribed the matter stated in Article 20-6, item (ii), (a), the incorporator must, upon the request from a prospective member who has given an approval under Article 68, paragraph (3) (Notices of Calling Organizational Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act, deliver to the prospective member a voting form under Article 70, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act (that delivery includes the provision of information implemented by the electronic or magnetic means in lieu of the delivery, pursuant to the provisions of Article 70, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act x).

３　法第三十条の八第六項において準用する会社法第七十一条第三項又は第四項の規定により電磁的方法により提供すべき議決権行使書面に記載すべき事項は、別紙様式第五号の二の定めるところによる。

(3) The matters to be contained in the voting form to be provided by the electronic or magnetic means as referred to in Article 71, paragraph (3) or (4) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act are as prescribed in Appended Form No. 5-2.

（書面による議決権行使の期限）

(Time Limit for Exercise of Voting Rights in Writing)

第二十条の九　法第三十条の八第六項において読み替えて準用する会社法第七十五条第一項（書面による議決権の行使）に規定する内閣府令で定める時は、第二十条の六第一号ロの行使の期限とする。

Article 20-9 The timing to be specified by Cabinet Office Order, as provided in Article 75, paragraph (1) (Voting in Writing) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act following the deemed replacement of terms, is the time limit for exercise referred to in Article 20-6, item (i), (b).

（電磁的方法による議決権行使の期限）

(Time Limit for Exercise of Voting Rights by Electronic or Magnetic Means)

第二十条の十　法第三十条の八第六項において読み替えて準用する会社法第七十六条第一項（電磁的方法による議決権の行使）に規定する内閣府令で定める時は、第二十条の六第一号ハの行使の期限とする。

Article 20-10 The timing to be specified by Cabinet Office Order, as provided in Article 76, paragraph (1) (Voting by Electronic or Magnetic Means) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act following the deemed replacement of terms, is the time limit for exercise referred to in Article 20-6, item (i), (c).

（発起人の説明義務）

(Accountability of Incorporators)

第二十条の十一　法第三十条の八第六項において読み替えて準用する会社法第七十八条（発起人の説明義務）に規定する内閣府令で定める場合は、次に掲げる場合とする。

Article 20-11 The cases to be specified by Cabinet Office Order, as provided in Article 78 (Accountability of Incorporators) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act following the deemed replacement of terms, are as follows:

一　社員になろうとする者が説明を求めた事項について説明をするために調査をすることが必要である場合（次に掲げる場合を除く。）

(i) cases where it is necessary to perform an investigation in order to provide explanation for any matter so requested by a prospective member (excluding the following cases):

イ　当該社員になろうとする者が創立総会の日より相当の期間前に当該事項を発起人に対して通知した場合

(a) cases where the prospective member has notified the incorporator of that matter within a reasonable period of time before the day of the organizational meeting; or

ロ　当該事項について説明をするために必要な調査が著しく容易である場合

(b) cases where it is extremely easy to conduct investigation necessary in order to provide explanation on that matter;

二　社員になろうとする者が説明を求めた事項について説明をすることにより成立後の相互会社その他の者（当該社員になろうとする者を除く。）の権利を侵害することとなる場合

(ii) cases where giving explanation on the matter so requested by the prospective member would be detrimental to the rights of the mutual company after incorporation or any other parties (excluding the prospective member);

三　社員になろうとする者が当該創立総会において実質的に同一の事項について繰り返して説明を求める場合

(iii) cases where the prospective member repeatedly requests explanation on the substantially identical subjects at the organization meeting; and

四　前三号に掲げる場合のほか、社員になろうとする者が説明を求めた事項について説明をしないことにつき正当な事由がある場合

(iv) beyond the cases stated in the preceding three items, cases where there is any justifiable ground for refraining from giving explanation on the matters so requested by a prospective member.

（創立総会の議事録）

(Minutes of Organizational Meeting)

第二十条の十二　法第三十条の八第六項において準用する会社法第八十一条第一項（議事録）の規定による創立総会の議事録の作成については、この条の定めるところによる。

Article 20-12 (1) The preparation of minutes of organizational meeting under Article 81, paragraph (1) (Minutes) of the Companies Act as applied mutatis mutandis pursuant to Article 30-8, paragraph (6) of the Act is as prescribed in this Article.

２　創立総会の議事録は、書面又は電磁的記録をもって作成しなければならない。

(2) The minutes of organizational meeting must be prepared in writing or by electronic or magnetic records.

３　創立総会の議事録は、次に掲げる事項を内容とするものでなければならない。

(3) The minutes of organizational meeting must contain the following matters:

一　創立総会が開催された日時及び場所

(i) the date and place where the organizational meeting was held;

二　創立総会の議事の経過の要領及びその結果

(ii) the substance of the proceedings of the organizational meeting, as well as the results;

三　創立総会に出席した発起人、設立時取締役（法第三十条の十第一項に規定する設立時取締役をいう。以下この号において同じ。）（設立しようとする相互会社が監査等委員会設置会社である場合にあっては、設立時監査等委員（同条第二項に規定する設立時監査等委員をいう。）である設立時取締役又はそれ以外の設立時取締役）、設立時会計参与（同条第一項に規定する設立時会計参与をいう。）、設立時監査役（同項に規定する設立時監査役をいう。）若しくは設立時会計監査人（同項に規定する設立時会計監査人をいう。）又は設立時執行役（同条第九項に規定する設立時執行役をいう。）の氏名又は名称

(iii) the names of the incorporators, directors at incorporation (meaning directors at incorporation as provided in Article 30-10, paragraph (1) of the Act; the same applies below in this item) (or, meaning directors at incorporation who are audit and supervisory committee members at incorporation (meaning audit and supervisory committee members at incorporation as provided in paragraph (2) of the same Article) or any other directors at incorporation, if the mutual company intended to be established is a company with audit and supervisory committee), accounting advisors at incorporation (meaning accounting advisors at incorporation as provided in paragraph (1) of the same Article), company auditors at incorporation (meaning company auditors at incorporation as provided in the same paragraph), financial auditors at incorporation (meaning financial auditors at incorporation as provided in the same paragraph), or executive officers at incorporation (meaning executive officers at incorporation as provided in paragraph (9) of the same Article) present at the organizational meeting;

四　創立総会の議長が存するときは、議長の氏名

(iv) if the organizational meeting was presided over by the chairperson, the name of the chairperson; and

五　議事録の作成に係る職務を行った発起人の氏名又は名称

(v) the names of the incorporators who took charge of duties to prepare the minutes.

（社員の名簿）

(Members List)

第二十条の十三　法第三十二条の二第一項に規定する相互会社の社員の名簿は、毎事業年度一回以上、作成の日の前三月以内の日における社員について作成しなければならない。

Article 20-13 (1) The list of members of a mutual company as provided in Article 32-3, paragraph (1) of the Act must be prepared at least once a business year and must cover the members as of a certain day within three months before the day of preparation.

２　法第三十二条の二第一項に規定する内閣府令で定める事項は、次に掲げるものとする。

(2) The matters to be specified by Cabinet Office Order, as provided in Article 32-3, paragraph (1) of the Act, are as follows:

一　社員の商号、名称又は氏名

(i) trade names or names of members; and

二　社員の住所又は居所

(ii) domiciles or residences of members.

（相互会社がその経営を支配している法人）

(Corporation Whose Management Is Controlled by Mutual Company)

第二十条の十四　法第三十三条の二第一項に規定する内閣府令で定めるものは、当該相互会社が会社等（会社（外国会社を含む。）、組合（外国における組合に相当するものを含む。）その他これらに準ずる事業体をいう。以下この条及び第二十三条の八の二において同じ。）の財務及び事業の方針の決定を支配している場合における当該会社等とする。

Article 20-14 (1) The corporation to be specified by Cabinet Office Order, as provided in Article 33-2, paragraph (1) of the Act, is the company, etc.

(meaning a company (including a foreign company), partnership (including a foreign entity equivalent to a partnership) or any other entity equivalent to the aforementioned; the same applies below in this Article and Article 23-8-2), whose decision-making on financial and business policies are taken control over by the mutual company.

２　前項に規定する「財務及び事業の方針の決定を支配している場合」とは、次に掲げる場合（財務上又は事業上の関係からみて会社等の財務又は事業の方針の決定を支配していないことが明らかであると認められる場合を除く。）をいう（以下この項において同じ。）。

(2) The cases where "decision-making on financial and business policies are taken control over by the mutual company" as provided to in the preceding paragraph are the following cases (excluding the cases where the mutual company is found as obviously not having control over decision-making on financial and business policies of company, etc., in terms of the financial or business relationship) (the same applies below in this paragraph):

一　会社等（次に掲げる会社等であって、有効な支配従属関係が存在しないと認められるものを除く。以下この項において同じ。）の議決権の総数に対する自己（その実質子会社（法第三十三条の二第一項に規定する実質子会社をいう。以下同じ。）を含む。以下この項において同じ。）の計算において所有している議決権の数の割合が百分の五十を超えている場合

(i) cases where the ratio of number of voting rights owned on the mutual company's own account (including the account of its substantial subsidiary company (meaning a substantial subsidiary company as provided in Article 33-2, paragraph (1) of the Act; the same applies below in this paragraph) to the total number of voting rights in a company, etc. (excluding the following company, etc. regarding which no effective parent-subsidiary relationship is found to exist; the same applies below in this paragraph)) exceeds 50 percent:

イ　民事再生法（平成十一年法律第二百二十五号）の規定による再生手続開始の決定を受けた会社等

(a) a company, etc. that is subject to an order commencing rehabilitation proceedings under the provisions of the Civil Rehabilitation Act (Act No. 225 of 1999);

ロ　会社更生法（平成十四年法律第百五十四号）の規定による更生手続開始の決定を受けた株式会社

(b) a stock company that is subject to an order commencing reorganization proceedings under the provisions of the Corporate Reorganization Act (Act No. 154 of 2002);

ハ　破産法（平成十六年法律第七十五号）の規定による破産手続開始の決定を受けた会社等

(c) a company, etc. that is subject to an order commencing bankruptcy proceedings under the provisions of the Bankruptcy Act (Act No. 75 of

2004); and
ニ　その他イからハまでに掲げる会社等に準ずる会社等
(d) any other company, etc. which is equivalent to any of those specified in items (a) through (c);
二　会社等の議決権の総数に対する自己の計算において所有している議決権の数の割合が百分の四十以上である場合（前号に掲げる場合を除く。）であって、次に掲げるいずれかの要件に該当する場合
(ii) the cases where the ratio of number of voting rights owned on the mutual company's own account to the total number of voting rights in the company, etc. is not less than 40 percent (excluding the case stated in the preceding item), and where any of the requirements is met:
イ　会社等の議決権の総数に対する自己所有等議決権数（次に掲げる議決権の数の合計数をいう。次号において同じ。）の割合が百分の五十を超えていること。
(a) that the ratio of the Number of Self-Owned Voting Rights (meaning the total number of the following voting rights; the same applies in the following item) to the total number of voting rights in a company, etc. exceeds 50 percent:
（１）　自己の計算において所有している議決権
1. voting rights owned on the mutual company's own account;
（２）　自己と出資、人事、資金、技術、取引等において緊密な関係があることにより自己の意思と同一の内容の議決権を行使すると認められる者が所有している議決権
2. the voting rights owned by any party having a close relationship with the mutual company in terms of equity contribution, personnel affairs, funding, technology, business transactions, etc. and therefore is likely to exercise its voting rights in concert with the intention of the mutual company;
（３）　自己の意思と同一の内容の議決権を行使することに同意している者が所有している議決権
3. the voting rights owned by any persons who have given their consent to exercising their voting rights in concert with the intent of the mutual company;
ロ　会社等の取締役会その他これに準ずる機関の構成員の総数に対する次に掲げる者（当該会社等の財務及び事業の方針の決定に関して影響を与えることができるものに限る。）の数の割合が百分の五十を超えていること。
(b) that the ratio of the number of following persons (limited to the persons who may exert the influence on decision-making of financial and business policies of the company, etc.) to the total number of members of the board of directors or any other organ equivalent thereto of the company, etc. exceeds 50 percent:
（１）　自己の役員（取締役、会計参与、監査役、執行役、理事、監事その他こ

れらに準ずる者をいう。）
1. the mutual company's own officers (meaning directors, accounting advisors, company auditors, executive officers, auditors and persons similar thereto);
（２）　自己の業務を執行する社員
2. the members who execute the mutual company's business;
（３）　自己の使用人
3. the mutual company's employees; and
（４）　（１）から（３）までに掲げる者であった者
4. the person who formerly held any of the positions stated in 1. through 3. above;
ハ　自己が会社等の重要な財務及び事業の方針の決定を支配する契約等が存在すること。
(c) that there exists a contract or the like providing that the mutual company takes control over significant decisions on financial or business policies of the company, etc.;
ニ　会社等の資金調達額（貸借対照表の負債の部に計上されているものに限る。）の総額に対する自己が行う融資（債務の保証及び担保の提供を含む。ニにおいて同じ。）の額（自己と出資、人事、資金、技術、取引等において緊密な関係のある者が行う融資の額を含む。）の割合が百分の五十を超えていること。
(d) the ratio of the amount of loan (including guarantee of obligations and provision of collateral; the same applies in (d)) granted by the mutual company to the total amount of the fund procured by the company, etc. (limited to the amount recorded in the liabilities section of the balance sheet; the same applies in (d); and including the amount financed by any party having close relationship with the mutual company in terms of equity contribution, personnel affairs, funding, technology, business transactions, etc.) exceeds 50 percent; and
ホ　その他自己が会社等の財務及び事業の方針の決定を支配していることが推測される事実が存在すること。
(e) that there exists any other fact inferring that the mutual company has control over the decision-making of financial and business policies of the company, etc.;
三　会社等の議決権の総数に対する自己所有等議決権数の割合が百分の五十を超えている場合（自己の計算において議決権を所有していない場合を含み、前二号に掲げる場合を除く。）であって、前号ロからホまでに掲げるいずれかの要件に該当する場合
(iii) cases where the ratio of the Number of Self-Owned Voting Rights to the total number of voting rights in the company, etc. exceeds 50 percent (including the cases where the mutual company does not own the voting rights on its own account, and excluding the cases stated in the preceding

two items), and where any of the requirements stated in (b) through (e) of the preceding item is met.

（特別目的会社の特則）

(Exception of Special Purpose Company)

第二十条の十五　前条の規定にかかわらず、特別目的会社（資産の流動化に関する法律（平成十年法律第百五号）第二条第三項に規定する特定目的会社又は事業の内容の変更が制限されているこれと同様の事業を営む事業体をいう。以下この条及び第五十二条の十二の二第五項において同じ。）については、次に掲げる要件のいずれにも該当する場合には、当該特別目的会社に資産を譲渡した相互会社の実質子会社に該当しないものと推定する。

Article 20-15 Notwithstanding the provisions of the preceding Article, regarding a special purpose company (meaning a specific purpose company provided in Article 2, paragraph (3) of the Act on Securitization of Assets (Act No. 105 of 1998) or a business entity engaged in a business similar thereto which is restricted from effecting any modification to its business details; the same applies below in this Article and Article 52-12-2, paragraph (5)), if all of the following requirements are met, the special purpose company is presumed as not falling under a substantial subsidiary company of the mutual company which assigned its assets to the special purpose company:

一　当該特別目的会社が適正な価額で譲り受けた資産から生ずる収益をその発行する証券（当該証券に表示されるべき権利を含む。）の所有者（資産の流動化に関する法律第二条第十二項に規定する特定借入れに係る債権者及びこれと同様の借入れに係る債権者を含む。）に享受させることを目的として設立されていること。

(i) that the special purpose company has been incorporated for the purpose of allowing the owners of securities (including the rights to be indicated on the securities) issued by the special purpose company (the owners include the creditors of specific borrowings provided in Article 2, paragraph (12) of the Asset Securitization Act and also including the creditors of similar borrowings) to receive the profits generating from assets that have been transferred to the special purpose company at a fair value;

二　当該特別目的会社の事業がその目的に従って適切に遂行されていること。

(ii) that the business of the special purpose company is appropriately executed in accordance with its purpose.

（利益の供与に関して責任をとるべき取締役等）

(Directors to Be Held Liable for Providing Benefits)

第二十条の十六　法第三十三条の二第二項において読み替えて準用する会社法第百二十条第四項（株主等の権利の行使に関する利益の供与）に規定する内閣府令で定める者は、次に掲げる者とする。

Article 20-16 The persons to be specified by Cabinet Office Order, as provided in

Article 120, paragraph (4) (Giving Benefits on Exercise of Rights of Shareholders) of the Companies Act as applied mutatis mutandis pursuant to Article 33-2, paragraph (2) of the Act following the deemed replacement of terms are as follows:

一　利益の供与（法第三十三条の二第一項に規定する利益の供与をいう。以下この条において同じ。）に関する職務を行った取締役及び執行役

(i) the director and executive officer who executed the duties related to provision of benefits (meaning provision of benefits as provided in Article 33-2, paragraph (1) of the Act; the same applies below in this Article);

二　利益の供与が取締役会の決議に基づいて行われたときは、次に掲げる者

(ii) if the provision of benefit was implemented in accordance with the resolution of the board of directors, the following persons:

イ　当該取締役会の決議に賛成した取締役

(a) the director who casted an affirmative vote on the resolution of the board of directors; and

ロ　当該取締役会に当該利益の供与に関する議案を提案した取締役及び執行役

(b) the director and executive officer who submitted the proposed item on the agenda regarding the provision of benefit to the board of directors; and

三　利益の供与が社員総会（総代会を設けているときは、総代会。以下この号において同じ。）の決議に基づいて行われたときは、次に掲げる者

(iii) if the provision of benefit was implemented in accordance with the resolution of the general meeting (or a member representatives meeting, if it has been organized; the same applies below in this item), the following persons:

イ　当該社員総会に当該利益の供与に関する議案を提案した取締役

(a) the director who has submitted to the general meeting the proposed item on the agenda regarding the provision of benefit;

ロ　イの議案の提案が取締役会の決議に基づいて行われたときは、当該取締役会の決議に賛成した取締役

(b) if the proposal referred to in (a) was submitted in accordance with the resolution of the board of directors, the directors who casted affirmative votes on that resolution of the board of directors; and

ハ　当該社員総会において当該利益の供与に関する事項について説明をした取締役及び執行役

(c) the director and executive officer who gave an explanation related to the provision of benefit at the general meeting.

（社員による責任追及等の訴えの提起の請求方法）

(Method for Demanding to File an Action to Enforce Liability by a Member)

第二十条の十七　法第三十三条の二第二項及び第五十三条の三十七において読み替えて準用する会社法第八百四十七条第一項（株主による責任追及等の訴え）の内閣府令で

定める方法は、次に掲げる事項を記載した書面の提出又は当該事項の電磁的方法による提供とする。

Article 20-17 The methods to be specified by Cabinet Office Order, as provided in Article 847, paragraph (1) (Action to Enforce Liability by Shareholders) of the Companies Act as applied mutatis mutandis pursuant to Article 33-2, paragraph (2) and Article 53-37 of the Act following the deemed replacement of terms are the submission of documents specifying the following matters, or the provision of those matters by electronic or magnetic means:

一　被告となるべき者

(i) the prospective defendant; and

二　請求の趣旨及び請求を特定するのに必要な事実

(ii) object of claim, and facts necessary for specifying the claim.

（相互会社が責任追及等の訴えを提起しない理由の通知方法）

(Method of Notification of Reason for Not Filing Action to Enforce Liability by a Mutual Company)

第二十条の十八　法第三十三条の二第二項及び第五十三条の三十七において読み替えて準用する会社法第八百四十七条第四項（株主による責任追及等の訴え）の内閣府令で定める方法は、次に掲げる事項を記載した書面の提出又は当該事項の電磁的方法による提供とする。

Article 20-18 The methods to be specified by Cabinet Office Order, as provided in Article 847, paragraph (4) (Action to Enforce Liability by Shareholders) of the Companies Act as applied mutatis mutandis pursuant to Article 33-2, paragraph (2) and Article 53-37 of the Act following the deemed replacement of terms are the submission of documents specifying the following matters, or the provision of those matters by electronic or magnetic means:

一　相互会社が行った調査の内容（次号の判断の基礎とした資料を含む。）

(i) the details of the investigation performed by the mutual company (including the materials which served as the basis of judgment referred to in the following item);

二　法第三十三条の二第二項及び第五十三条の三十七において読み替えて準用する会社法第八百四十七条第一項の規定による請求に係る訴えについての前条第一号に掲げる者の責任又は義務の有無についての判断及びその理由

(ii) judgment as to whether the person listed in item (i) of the preceding Article is held liable for any responsibility or obligation in relation to the action related to the demand under Article 847, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 33-2, paragraph (2) and Article 53-37 of the Act following the deemed replacement of terms, and the grounds of the judgment; and

三　前号の者に責任又は義務があると判断した場合において、責任追及等の訴え（法第三十三条の二第二項及び第五十三条の三十七において準用する会社法第八百四十

七条第一項に規定する責任追及等の訴えをいう。）を提起しないときは、その理由

(iii) if the company judges the person referred to in preceding item to be held liable for any responsibility or obligation, and where the company refrains from filing an action to enforce liability, etc. (meaning an action to enforce liability, etc. as provided in Article 847, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 33-2, paragraph (2) and Article 53-37 of the Act), the grounds for that.

（招集の決定事項）

(Matters to Be Determined upon Calling of Meeting)

第二十条の十九　法第四十一条第一項において読み替えて準用する会社法第二百九十八条第一項第五号（株主総会の招集の決定）に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 20-19 The matters to be specified by Cabinet Office Order, as provided in Article 298, paragraph (1), item (v) (Determination to Calling a Shareholders Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms, are as follows:

一　法第四十一条第一項において読み替えて準用する会社法第二百九十八条第一項第一号に規定する社員総会が定時社員総会である場合において、同号の日が前事業年度に係る定時社員総会の日に応当する日と著しく離れた日であるときは、その日時を決定した理由

(i) if the general meeting as provided in Article 298, paragraph (1), item (i) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms is an annual general meeting, and where the date referred to in that item substantially differs from the anniversary of the date of the annual general meeting for the previous business year, the reason for determining that date;

二　法第四十一条第一項において読み替えて準用する会社法第二百九十八条第一項第一号に規定する社員総会の場所が過去に開催した社員総会のいずれの場所とも著しく離れた場所であるとき（次に掲げる場合を除く。）は、その場所を決定した理由

(ii) if the place of the general meeting as provided in Article 298, paragraph (1), item (i) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms is substantially far from any place of general meetings previously held (excluding the following cases), the reason for determining that place:

イ　当該場所が定款で定められたものである場合

(a) that the place is designated by the articles of incorporation; or

ロ　当該場所で開催することについて社員総会に出席しない社員全員の同意がある場合

(b) that all members not attending the general meeting have consented to

hold the meeting at the place;
三　法第四十一条第一項において準用する会社法第二百九十八条第一項第三号又は第四号に掲げる事項を定めたときは、次に掲げる事項（定款にロからニまで及びヘに掲げる事項についての定めがある場合又はこれらの事項の決定を取締役に委任する旨を決定した場合における当該事項を除く。）
(iii) when the matters stated in Article 298, paragraph (1), item (iii) or (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act are provided, the following matters (excluding the cases where the articles of incorporation provide for the matters stated in (b) through (d) and (f); and also excluding the matters if these matters are to be determined to be delegated to directors):
イ　次条第一項の規定により社員総会参考書類（法第四十一条第一項において読み替えて準用する会社法第三百一条第一項（株主総会参考書類の交付等）に規定する社員総会参考書類をいう。以下この款において同じ。）に記載すべき事項（別紙様式第五号（記載上の注意）９に掲げるものを除く。）
(a) the matters to be stated in the reference documents for general meetings (meaning reference documents for general meetings as provided in Article 301, paragraph (1) (Giving of Reference Documents for Shareholders Meetings) as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms; the same applies below in this Subsection), pursuant to the provisions of paragraph (1) of the following Article (excluding the matters specified in 9. of Appended Form No. 5 (Points in Attention Concerning Preparation of Document));
ロ　特定の時（社員総会の日時以前の時であって、法第四十一条第一項において準用する会社法第二百九十九条第一項（株主総会の招集の通知）の規定により通知を発した日から二週間を経過した日以後の時に限る。）をもって書面による議決権の行使の期限とする旨を定めるときは、その特定の時
(b) when a specific timing (limited to the timing on or before the date and time of the general meeting, but which falls on or after the day when two weeks passes from the day of dispatching the notice under Article 299, paragraph (1) (Notice of Calling of Shareholders Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act) is to be designated as the time limit for the exercise of voting rights in writing, that specific timing;
ハ　特定の時（社員総会の日時以前の時であって、法第四十一条第一項において準用する会社法第二百九十九条第一項の規定により通知を発した日から二週間を経過した日以後の時に限る。）をもって電磁的方法による議決権の行使の期限とする旨を定めるときは、その特定の時
(c) when a specific timing (limited to the timing on or before the date and time of the general meeting, but which falls on or after the day when two weeks passes from the day of dispatching the notice under Article 299,

paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act) is to be designated as the time limit for the exercise of voting rights by electronic or magnetic means, that specific timing;

ニ　社員から各議案についての賛否を記載する欄に記載がない議決権行使書面（法第四十一条第一項において準用する会社法第三百一条第一項に規定する議決権行使書面をいう。次号及び第二十条の二十二において同じ。）が相互会社に提出された場合における各議案についての賛成、反対又は棄権のいずれかの意思の表示があったものとする取扱いを定めるときは、その取扱いの内容

(d) the details of the treatment, if, when a voting form (meaning the voting form as provided in Article 301, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act; the same applies below in the following item and Article 20-22) is submitted to the mutual company without any entry in the space to indicate answer whether the member casts an affirmative or negative vote on the items on the agenda, the member is to be treated to have manifested the intention to cast an affirmative or negative vote on the items on agenda, or to abstain from voting;

ホ　第二十条の二十一第一項の措置をとることにより社員に対して提供する社員総会参考書類に記載しないものとする事項

(e) the matter to be omitted from the reference documents for general meetings to be provided to members, due to the ground of implementation of the measure under Article 20-21, paragraph (1);

ヘ　一の社員が同一の議案につき次に掲げる場合の区分に応じ、次に定める規定により重複して議決権を行使した場合において、当該同一の議案に対する議決権の行使の内容が異なるものであるときにおける当該社員の議決権の行使の取扱いに関する事項を定めるとき（次号に規定する場合を除く。）は、その事項

(f) the matter related to treatment of the exercise of voting rights by a member, if the treatment is prescribed for the cases where a single member exercises the voting rights in duplicate for the same item on the agenda pursuant to the following provisions categorized by the cases as respectively stated in those provisions and where there is a discrepancy between the duplicate exercises of voting rights for the same item on the agenda (excluding the cases provided in the following item):

（１）　法第四十一条第一項において準用する会社法第二百九十八条第一項第三号に掲げる事項を定めた場合　法第四十一条第一項において準用する会社法第三百十一条第一項（書面による議決権の行使）

1. cases where the matter specified in Article 298, paragraph (1), item (iii) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act is provided: Article 311, paragraph (1) (Voting in Writing) of the Companies Act applied mutatis mutandis

pursuant to Article 41, paragraph (1) of the Act;

（２）　法第四十一条第一項において準用する会社法第二百九十八条第一項第四号に掲げる事項を定めた場合　法第四十一条第一項において準用する会社法第三百十二条第一項（電磁的方法による議決権の行使）

2. cases where the matter specified in Article 298, paragraph (1), item (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act is provided: Article 312, paragraph (1) (Voting by Electronic or Magnetic Means) of the Companies Act applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act;

ト　社員総会参考書類に記載すべき事項のうち、法第四十一条第一項において準用する会社法第三百二十五条の五第三項（書面交付請求）の規定による定款の定めに基づき法第四十一条第一項において準用する会社法第三百二十五条の五第二項の規定により交付する書面（第二十条の二十九において「電子提供措置事項記載書面」という。）に記載しないものとする事項

(g) among the matters to be stated in the reference documents for general meetings, the matters to be omitted from a document to be delivered pursuant to the provisions of Article 325-5, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act, in accordance with the provisions of articles of incorporation under Article 325-5, paragraph (3) (Request for Delivery of Documents) of the Companies Act, as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act (referred to as a "document containing matters for electronic provision" in Article 20-29);

四　法第四十一条第一項において準用する会社法第二百九十八条第一項第三号及び第四号に掲げる事項を定めたときは、次に掲げる事項（定款にイからハまでに掲げる事項についての定めがある場合における当該事項を除く。）

(iv) the following matters, when the matters specified in Article 298, paragraph (1), items (iii) and (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act are provided (excluding the matters stated in (a) through (c), if the articles of incorporation provide for those matters):

イ　法第四十一条第一項において読み替えて準用する会社法第二百九十九条第三項の承諾をした社員の請求があった時に当該社員に対して法第四十一条第一項において準用する会社法第三百一条第一項の規定による議決権行使書面の交付（当該交付に代えて行う法第四十一条第一項において準用する会社法第三百一条第二項の規定による電磁的方法による提供を含む。）をすることとするときは、その旨

(a) when the voting form under Article 301, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act is to be delivered (including provision by electronic or magnetic means in lieu of the delivery, as provided in Article 301, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act) to a member and who has given an approval under Article 299, paragraph (3) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms, subject to the member's request, that fact;

ロ　一の社員が同一の議案につき法第四十一条第一項において準用する会社法第三百十一条第一項又は第三百十二条第一項の規定により重複して議決権を行使した場合において、当該同一の議案に対する議決権の行使の内容が異なるものであるときにおける当該社員の議決権の行使の取扱いに関する事項を定めるときは、その事項

(b) the matter related to treatment of the exercise of voting rights by a member, if the treatment is provided for the cases where a single member exercises the voting rights in duplicate for the same item on the agenda pursuant to the provisions of Article 311, paragraph (1) or Article 312, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (6) of the Act and where there is a discrepancy in the duplicate exercises of voting rights for the same item on the agenda;

ハ　電子提供措置（法第四十一条第一項において準用する会社法第三百二十五条の二（電子提供措置をとる旨の定款の定め）に規定する電子提供措置をいう。以下ハ、第二十条の二十二第四項及び第二十条の二十八において同じ。）をとる旨の定款の定めがある場合において、法第四十一条第一項において読み替えて準用する会社法第二百九十九条第三項の承諾をした社員の請求があった時に議決権行使書面に記載すべき事項（当該社員に係る事項に限る。第二十条の二十二第四項において同じ。）に係る情報について電子提供措置をとることとするときは、その旨

(c) when the articles of incorporation provide that measures for electronic provision (meaning the measures for electronic provision provided in Article 325-2 (Provisions in the Articles of Incorporation to the Effect that Measures for Electronic Provision Will be Taken) of the Companies Act, as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act; the same applies below in (c), Article 20-22, paragraph (4) and Article 20-28), and if the measures for electronic provision are to be taken with respect to information related to the matters to be stated in a voting form (limited to the matters related to the relevant member; the same applies in Article 20-22, paragraph (4)), subject to request from the member who has given consent referred to in Article 299, paragraph (3) of the Companies Act, as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms, that fact;

五　法第四十一条第一項において準用する会社法第三百十条第一項（議決権の代理行使）の規定による代理人による議決権の行使について、代理権（代理人の資格を含む。）を証明する方法、代理人の数その他代理人による議決権の行使に関する事項を定めるとき（定款に当該事項についての定めがある場合を除く。）は、その事項

(v) when, in connection with proxy voting under Article 310, paragraph (1) (Proxy Voting) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act, any matter related to proxy voting such as method of certifying the authority of representation (including qualification of proxies) and number of proxies are to be provided, those matters (excluding the cases where the matters are provided for in the articles of incorporation);

六　第三号に規定する場合以外の場合において、次に掲げる事項が社員総会の目的である事項であるときは、当該事項に係る議案の概要（議案が確定していない場合にあっては、その旨）

(vi) in cases other than those provided in item (iii), if the object of the general meeting is any of the following matter, the outline of the proposal related to that matter (or, if the proposal has not been finalized yet, that fact):

イ　役員等（取締役、会計参与、監査役、執行役又は会計監査人をいう。以下この章において同じ。）の選任

(a) election of officers, etc. (meaning directors, accounting advisors, company auditors, executive officers or financial auditors; the same applies below in this Chapter);

ロ　役員等の報酬等（報酬、賞与その他の職務執行の対価として相互会社から受ける財産上の利益をいう。以下この款において同じ。）

(b) remuneration, etc. (meaning remuneration, bonuses or any other type of property benefit payable from a mutual company in consideration of performance of duties; the same applies below in this Subsection) of officers, etc.;

ハ　法第六十二条の二第一項第一号から第三号までに掲げる行為

(c) acts listed in Article 62-2, paragraph (1), items (i) through (iii) of the Act;

ニ　定款の変更

(d) amendment to articles of incorporation; and

ホ　合併

(e) merger.

（社員総会参考書類）

(Reference Documents for General Meetings)

第二十条の二十　法第四十一条第一項において読み替えて準用する会社法第三百一条第一項又は第三百二条第一項（株主総会参考書類の交付等）の規定により交付すべき社員総会参考書類は、別紙様式第五号により作成しなければならない。

Article 20-20 (1) The reference documents for general meetings to be delivered pursuant to the provisions of Article 301, paragraph (1) or Article 302, paragraph (1) (Giving of Reference Documents for Shareholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 41 of the Act following the deemed replacement of terms must be prepared in accordance

with Appended Form No. 5.
２　法第四十一条第一項において読み替えて準用する会社法第二百九十八条第一項第三号及び第四号（株主総会の招集の決定）に掲げる事項を定めた相互会社が行った社員総会参考書類の交付（当該交付に代えて行う電磁的方法による提供を含む。）は、法第四十一条第一項において読み替えて準用する会社法第三百一条第一項及び第三百二条第一項の規定による社員総会参考書類の交付とする。
(2) The delivery of reference documents for general meetings implemented by a mutual company, providing for the matters specified in Article 298, paragraph (1), items (iii) and (iv) (Determination of Calling a Shareholders Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms (the delivery includes the provision of information implemented by the electronic or magnetic means in lieu of the delivery) is the delivery of the reference documents for general meetings under Article 301, paragraph (1) and Article 302, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms.
３　取締役は、社員総会参考書類に記載すべき事項について、招集通知（法第四十一条第一項において準用する会社法第二百九十九条第二項又は第三項（株主総会の招集の通知）の規定による通知をいう。以下この条から第二十条の二十二までにおいて同じ。）を発出した日から社員総会の前日までの間に修正をすべき事情が生じた場合における修正後の事項を社員に周知させる方法を、当該招集通知と併せて通知することができる。
(3) A director may, in addition to a notice of calling (meaning a notice under Article 299, paragraph (2) or (3) (Notice of Calling of Shareholders Meetings) of the Companies Act, as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act; the same applies below in this Article to Article 20-22), notify the method of announcement of updated information to members when there occurs any event which requires modification to any matter to be stated in the reference documents for general meetings within the period between the day of dispatching the notice of calling and the day immediately prior to the date of the general meeting.
４　同一の社員総会に関して社員に対して提供する社員総会参考書類に記載すべき事項のうち、他の書面に記載している事項又は電磁的方法により提供する事項がある場合には、これらの事項は、社員に対して提供する社員総会参考書類に記載することを要しない。この場合においては、他の書面に記載している事項又は電磁的方法により提供する事項があることを明らかにしなければならない。
(4) If, among the matters to be stated in the reference documents for general meetings to be provided to members in connection with the same general meeting, there is any matter already included in other document or any information to be provided by the electronic or magnetic means, these matters

needs not be included in the reference documents for general meetings to be provided to the members. In this case, it must be specifically noted that there is any matter already included in other document or any information to be provided by the electronic or magnetic means.

５　同一の社員総会に関して社員に対して提供する招集通知又は法第五十四条の五の規定により社員に対して提供する事業報告の内容とすべき事項のうち、社員総会参考書類に記載している事項がある場合には、当該事項は、社員に対して提供する招集通知又は同条の規定により社員に対して提供する事業報告の内容とすることを要しない。

(5) If, among the matters to be included in the notice of calling to be sent to the members or in the business report to be provided to members pursuant to the provisions of Article 54-5 in connection with the same general meeting, there is any matter already included in the reference documents for general meetings, these matters need not be included in the notice of calling to be sent to the members or in the business report to be provided to members pursuant to the provisions of the same Article.

（社員総会参考書類の記載の特則）

(Exception to Preparation of Reference Documents for General Meetings)

第二十条の二十一　社員総会参考書類に記載すべき事項（次に掲げるものを除く。）に係る情報を、当該社員総会に係る招集通知を発出する時から当該社員総会の日から三月が経過する日までの間、継続して電磁的方法により社員が提供を受けることができる状態に置く措置（第十四条の五第一項第一号ロに掲げる方法のうち、インターネットに接続された自動公衆送信装置（公衆の用に供する電気通信回線に接続することにより、その記録媒体のうち自動公衆送信の用に供する部分に記録され、又は当該装置に入力される情報を自動公衆送信する機能を有する装置をいう。以下同じ。）を使用する方法によって行われるものに限る。第三項において同じ。）をとる場合には、当該事項は、当該事項を記載した社員総会参考書類を社員に対して提供したものとみなす。ただし、この項の措置をとる旨の定款の定めがある場合に限る。

Article 20-21 (1) When, for the period between the time of dispatching a notice of calling of the general meeting and the day when three months passes from the day of the general meeting, the measure (limited to the method stated in Article 14-5, paragraph (1), item (i), (b), which is to be implemented by the method using automatic public transmission server connected to the internet (the term "automatic public transmission server" means a device which, when connected with a telecommunications line available for the public, executes automatic public transmission of information recorded on its public transmission recording medium made available for the automatic public transmission or information inputted into that device; the same applies below); the same applies in paragraph (3)) is implemented so as to keep members accessible to information concerning the matters to be included in the relevant reference documents for general meetings (excluding the following matters) by electronic or magnetic means, the reference documents for general meetings containing those matters are deemed to have been provided to the members; provided, however, that this is limited to the case where it is provided for in the articles of incorporation that the measure referred to in this paragraph is implemented:

一　議案

(i) proposals;

二　第二十九条の二第三項第一号から第九号までに掲げる事項を社員総会参考書類に記載することとしている場合における当該事項

(ii) the matters specified in Article 29-2, paragraph (3), items (i) through (ix), if the matters are required to be specified in the reference documents for general meetings;

三　次項の規定により社員総会参考書類に記載すべき事項

(iii) the matters to be specified in the reference documents for general meetings pursuant to the provisions of the following paragraph; and

四　社員総会参考書類に記載すべき事項（前二号に掲げるものを除く。）につきこの項の措置をとることについて監査役、監査等委員会又は監査委員会が異議を述べている場合における当該事項

(iv) when, in connection with the implementation of the measures under this paragraph in relation to the matters to be stated in the reference documents for general meetings (excluding the matters specified in the preceding two items), any company auditor, audit and supervisory committee or audit committee raised any objection, that matter.

２　前項の場合には、社員に対して提供する社員総会参考書類に、同項の措置をとるために使用する自動公衆送信装置のうち当該措置をとるための用に供する部分をインターネットにおいて識別するための文字、記号その他の符号又はこれらの結合であって、情報の提供を受ける者がその使用に係る電子計算機に入力することによって当該情報の内容を閲覧し、当該電子計算機に備えられたファイルに当該情報を記録することができるものを記載しなければならない。

(2) In the case referred to in the preceding paragraph, the reference documents for general meetings to be provided to members must contain the characters, numbers, marks or any other types of symbols or their combination created for the online identification of the portion of the automatic public transmission server assigned for implementing the measure under the same paragraph, which enables the information recipients to browse the details of information by inputting it into the computers they use and to record the information into the file stored on the computers.

３　第一項の規定は、同項各号に掲げる事項に係る情報についても、電磁的方法により社員が提供を受けることができる状態に置く措置をとることを妨げるものではない。

(3) The provisions of paragraph (1) do not preclude taking measures to keep members accessible also to the information concerning the matters listed in

each item of the same paragraph by electronic or magnetic means.

（議決権行使書面）

(Voting Forms)

第二十条の二十二　法第四十一条第一項において準用する会社法第三百一条第一項（議決権行使書面の交付等）の規定により交付すべき議決権行使書面は、別紙様式第五号の二により作成しなければならない。

Article 20-22 (1) Voting forms to be delivered pursuant to the provisions of Article 301, paragraph (1) (Giving of Voting Forms) of the Companies Act, as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act, must be prepared in accordance with Appended Form No. 5-2.

２　法第四十一条第一項において準用する会社法第三百二条第三項又は第四項（議決権行使書面の交付等）の規定により電磁的方法により提供すべき議決権行使書面に記載すべき事項は、別紙様式第五号の二の定めるところによる。

(2) The matters to be contained in the voting form to be provided by electronic or magnetic means as referred to in Article 302, paragraph (3) or (4) (Giving of Voting Forms) of the Companies Act, as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act, are as prescribed in Appended Form No. 5-2.

３　第二十条の十九第四号イに掲げる事項についての定めがある場合には、相互会社は、法第四十一条第一項において読み替えて準用する会社法第二百九十九条第三項（株主総会の招集の通知）の承諾をした社員の請求があった時に、当該社員に対して、法第四十一条第一項において準用する会社法第三百一条第一項の規定による議決権行使書面の交付（当該交付に代えて行う法第四十一条第一項において準用する会社法第三百一条第二項の規定による電磁的方法による提供を含む。）をしなければならない。

(3) If the mutual company has prescribed any provisions on the matters stated in Article 20-19, item (iv), (a), it must, upon the request from the member who has given an approval pursuant to the provisions of Article 299, paragraph (3) (Notice of Calling of Shareholders Meetings) of the Companies Act, as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms, deliver to the member a voting form under Article 301, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act (the delivery includes the provision of information implemented by the electronic or magnetic means in lieu of the delivery, as under Article 301, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act).

４　第二十条の十九第四号ハに掲げる事項についての定めがある場合には、相互会社は、法第四十一条第一項において読み替えて準用する会社法第二百九十九条第三項の承諾をした社員の請求があった時に、議決権行使書面に記載すべき事項に係る情報について電子提供措置をとらなければならない。ただし、当該社員に対して、法第四十一条第一項において準用する会社法第三百二十五条の三第二項（電子提供措置）の規定に

よる議決権行使書面の交付をする場合は、この限りでない。
(4) If there are provisions concerning the matters stated in Article 20-19, item (iv), (c), a mutual company must take the measures for electronic provision with respect to information related to the matters to be contained in a voting form, at the time when a request has been made by a member who has given consent referred to in Article 299, paragraph (3) of the Companies Act, as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms; provided, however, that this does not apply to the case where a voting form is delivered to the member under Article 325-3, paragraph (2) (Measures for Electronic Provision) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act.
５　同一の社員総会に関して社員に対して提供する招集通知の内容とすべき事項のうち、議決権行使書面に記載している事項がある場合には、当該事項は、招集通知の内容とすることを要しない。
(5) If, among the matters to be contained in the notice of calling to be sent to the members in connection with the same general meeting, there is any matter already stated in the voting form, that matter need not be contained in the notice of calling.
６　同一の社員総会に関して社員に対して提供する議決権行使書面に記載すべき事項（次に掲げるものに限る。）のうち、招集通知の内容としている事項がある場合には、当該事項は、議決権行使書面に記載することを要しない。
(6) If, among the matters to be contained in the voting form (limited to the matters specified in the following) to be provided to members in connection with the same general meeting, there is any matter already included in the notice of calling, that matter need not be contained in the voting form:
一　第二十条の十九第三号ニに掲げる事項
(i) the matter stated in Article 20-19, item (iii), (d);
二　第二十条の十九第四号ロに掲げる事項
(ii) the matter stated in Article 20-19, item (iv), (b); and
三　議決権の行使の期限
(iii) time limit for the exercise of voting rights.

（書面による議決権行使の期限）
(Time Limit for Exercise of Voting Rights in Writing)
第二十条の二十三　法第四十一条第一項において読み替えて準用する会社法第三百十一条第一項（書面による議決権の行使）に規定する内閣府令で定める時は、社員総会の日時の直前の事業時間の終了時（第二十条の十九第三号ロに掲げる事項についての定めがある場合にあっては、同号ロの特定の時）とする。
Article 20-23 The timing to be specified by Cabinet Office Order, as provided in Article 311, paragraph (1) (Voting in Writing) of the Companies Act as applied

mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms is the end of the business hour immediately before the time of general meeting (if the matter stated in Article 20-19, item (iii), (b) is provided, the specific time referred to in (b) of that item).

（電磁的方法による議決権行使の期限）

(Time Limit for Exercise of Voting Rights by Electronic or Magnetic Means)

第二十条の二十四　法第四十一条第一項において読み替えて準用する会社法第三百十二条第一項（電磁的方法による議決権の行使）に規定する内閣府令で定める時は、社員総会の日時の直前の事業時間の終了時（第二十条の十九第三号ハに掲げる事項についての定めがある場合にあっては、同号ハの特定の時）とする。

Article 20-24 The timing to be specified by Cabinet Office Order, as provided in Article 312, paragraph (1) (Voting by Electronic or Magnetic Means) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms is the end of the business hour immediately before the time of general meeting (if the matter specified in Article 20-19, item (iii), (c) has been provided, the specific time referred to in (c) of that item).

（取締役等の説明義務）

(Accountability of Directors)

第二十条の二十五　法第四十一条第一項において読み替えて準用する会社法第三百十四条（取締役等の説明義務）に規定する内閣府令で定める場合は、次に掲げる場合とする。

Article 20-25 The cases to be specified by Cabinet Office Order, as provided in Article 314 (Accountability of Directors) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms, are as follows:

一　社員が説明を求めた事項について説明をするために調査をすることが必要である場合（次に掲げる場合を除く。）

(i) cases where it is necessary to perform an investigation in order to provide explanation for any matter so requested by a member (excluding the following cases):

イ　当該社員が社員総会の日より相当の期間前に当該事項を相互会社に対して通知した場合

(a) cases where the member has notified the mutual company of that matter within a reasonable period of time before the day of the general meeting; or

ロ　当該事項について説明をするために必要な調査が著しく容易である場合

(b) cases where it is extremely easy to conduct investigation necessary in order to provide explanation on that matter;

二　社員が説明を求めた事項について説明をすることにより相互会社その他の者（当

該社員を除く。）の権利を侵害することとなる場合
(ii) cases where giving explanation on the matter so requested by the member would be detrimental to the rights of the mutual company or any other parties (excluding that member);
三　社員が当該社員総会において実質的に同一の事項について繰り返して説明を求める場合
(iii) cases where the member repeatedly requests explanation on the substantially identical subjects at the general meeting; and
四　前三号に掲げる場合のほか、社員が説明を求めた事項について説明をしないことにつき正当な理由がある場合
(iv) beyond the cases stated in the preceding three items, cases where there is any justifiable ground for refraining from giving explanation on the matters so requested by a member.

（議事録）
(Minutes)
第二十条の二十六　法第四十一条第一項において読み替えて準用する会社法第三百十八条第一項（議事録）の規定による社員総会の議事録の作成については、この条の定めるところによる。
Article 20-26 (1) The preparation of minutes of the general meeting under Article 318, paragraph (1) (Minutes) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms is as prescribed in this Article.
２　社員総会の議事録は、書面又は電磁的記録をもって作成しなければならない。
(2) The minutes of a general meeting must be prepared in writing or by electronic or magnetic records.
３　社員総会の議事録は、次に掲げる事項を内容とするものでなければならない。
(3) The minutes of a general meeting must contain the following matters:
一　社員総会が開催された日時及び場所（当該場所に存しない取締役（監査等委員会設置会社にあっては、監査等委員である取締役又はそれ以外の取締役。第四号において同じ。）、執行役、会計参与、監査役、会計監査人又は社員が社員総会に出席した場合における当該出席の方法を含む。）
(i) the date and place where the general meeting was held (including the method of attendance, if directors (in the case of a company with audit and supervisory committee, directors who are audit and supervisory committee members and other directors; the same applies in item (iv)), executive officers, accounting advisors, company auditors, financial auditors or members not present at the place attended the general meeting);
二　社員総会の議事の経過の要領及びその結果
(ii) the substance of the proceedings of the general meeting, as well as the results;

三　次に掲げる規定により社員総会において述べられた意見又は発言があるときは、その意見又は発言の内容の概要

(iii) if, pursuant to any of the following provisions, any opinion or remark was presented at the general meeting, the outline of the opinions or remarks:

イ　法第五十三条の十一において準用する会社法第三百四十二条の二第一項（監査等委員である取締役等の選任等についての意見の陳述）

(a) Article 342-2, paragraph (1) (Statement of Opinions on the Election of a Director Who Is an Audit and Supervisory Committee Member) of the Companies Act as applied mutatis mutandis pursuant to Article 53-11 of the Act;

ロ　法第五十三条の十一において準用する会社法第三百四十二条の二第二項

(b) Article 342-2, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 53-11 of the Act;

ハ　法第五十三条の十一において準用する会社法第三百四十二条の二第四項

(c) Article 342-2, paragraph (4) of the Companies Act as applied mutatis mutandis pursuant to Article 53-11 of the Act;

ニ　法第五十三条の十一において準用する会社法第三百四十五条第一項（会計参与等の選任等についての意見の陳述）（法第五十三条の十一において準用する会社法第三百四十五条第四項及び第五項において準用する場合を含む。）

(d) Article 345, paragraph (1) (Statement of Opinions on Election of Accounting Advisors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-11 of the Act (including as applied mutatis mutandis pursuant to Article 345, paragraphs (4) and (5) of the Companies Act as further applied mutatis mutandis pursuant to Article 53-11 of the Act);

ホ　法第五十三条の十一において準用する会社法第三百四十五条第二項（法第五十三条の十一において準用する会社法第三百四十五条第四項及び第五項において準用する場合を含む。）

(e) Article 345, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 53-11 of the Act (including as applied mutatis mutandis pursuant to Article 345, paragraphs (4) and (5) of the Companies Act as further applied mutatis mutandis pursuant to Article 53-11 of the Act);

ヘ　法第五十三条の十五において準用する会社法第三百六十一条第五項（取締役の報酬等）

(f) Article 361, paragraph (5) (Remuneration for Directors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-15 of the Act;

ト　法第五十三条の十五において準用する会社法第三百六十一条第六項

(g) Article 361, paragraph (6) of the Companies Act as applied mutatis mutandis pursuant to Article 53-15 of the Act;

チ　法第五十三条の十七において準用する会社法第三百七十七条第一項（株主総会における意見の陳述）

(h) Article 377, paragraph (1) (Statement of Opinions at Shareholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 53-17 of the Act;

リ　法第五十三条の十七において準用する会社法第三百七十九条第三項（会計参与の報酬等）

(i) Article 379, paragraph (3) (Remunerations for Accounting Advisors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-17 of the Act;

ヌ　法第五十三条の二十において準用する会社法第三百八十四条（株主総会に対する報告義務）

(j) Article 384 (Duty to Report to Shareholders Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 53-20 of the Act;

ル　法第五十三条の二十において準用する会社法第三百八十七条第三項（監査役の報酬等）

(k) Article 387, paragraph (3) (Remunerations for Company Auditors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-20 of the Act;

ヲ　法第五十三条の二十三において準用する会社法第三百九十八条第一項（定時株主総会における会計監査人の意見の陳述）

(l) Article 398, paragraph (1) (Statement of Opinions of Financial Auditors at Annual Shareholders Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 53-23 of the Act;

ワ　法第五十三条の二十三において準用する会社法第三百九十八条第二項

(m) Article 398, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 53-23 of the Act; and

カ　法第五十三条の二十三の二第五項において準用する会社法第三百九十九条の五（株主総会に対する報告義務）

(n) Article 399-5 (Duty to Report to Shareholders Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 53-23-2, paragraph (5) of the Act;

四　社員総会に出席した取締役、執行役、会計参与、監査役又は会計監査人の氏名又は名称

(iv) the names of directors, executive officers, accounting advisors, company auditors or financial auditors present at the general meeting;

五　社員総会の議長が存するときは、議長の氏名

(v) if the general meeting was presided over by the chairperson, the name of the chairperson; and

六　議事録の作成に係る職務を行った取締役の氏名

(vi) the names of the director who took charge of duties to prepare the minutes.

4　次の各号に掲げる場合には、社員総会の議事録は、当該各号に定める事項を内容とするものとする。

(4) In the case referred to in the following items, the minutes of a general meeting are to contain the matters respectively stated in the relevant items:

一　法第四十一条第一項において読み替えて準用する会社法第三百十九条第一項（株主総会の決議の省略）の規定により社員総会の決議があったものとみなされた場合次に掲げる事項

(i) when, pursuant to the provisions of Article 319, paragraph (1) (Omission of Resolutions at Shareholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms, the resolution of the general meeting is deemed to have been made: the following matters:

イ　社員総会の決議があったものとみなされた事項の内容

(a) the details of the matters which are deemed to have been resolved at the general meeting;

ロ　イの事項の提案をした者の氏名又は名称

(b) the name of the person who proposed the matter referred to in item (a);

ハ　社員総会の決議があったものとみなされた日

(c) the day when the resolution of general meeting is deemed to have been made; and

ニ　議事録の作成に係る職務を行った取締役の氏名

(d) the name of the director who took charge of duty of preparation of the minutes;

二　法第四十一条第一項において読み替えて準用する会社法第三百二十条（株主総会への報告の省略）の規定により社員総会への報告があったものとみなされた場合次に掲げる事項

(ii) when, pursuant to the provisions of Article 320 (Omission of Reports to Shareholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms, the report to the general meeting is deemed to have been made: the following matters:

イ　社員総会への報告があったものとみなされた事項の内容

(a) the matters which are deemed to have been reported to the general meeting;

ロ　社員総会への報告があったものとみなされた日

(b) the day when the report to the general meeting is deemed to have been made; and

ハ　議事録の作成に係る職務を行った取締役の氏名

(c) the name of the director who took charge of the duty of preparation of the minutes.

（電子提供措置）

(Measures for Electronic Provision)

第二十条の二十七　法第四十一条第一項において読み替えて準用する会社法第三百二十五条の二（電子提供措置をとる旨の定款の定め）に規定する内閣府令で定めるものは、第十四条の五第一項第一号ロに掲げる方法のうち、インターネットに接続された自動公衆送信装置を使用するものによる措置とする。

Article 20-27 The measures to be specified by Cabinet Office Order, as provided in Article 325-2 (Provisions in the Articles of Incorporation to the Effect that Measures for Electronic Provision Will be Taken) of the Companies Act, as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms, are the measures stated in Article 14-5, paragraph (1), item (i), (b), which are implemented by the method using an automatic public transmission server connected to the internet.

（電子提供措置をとる場合における招集通知の記載事項）

(Matters to be Contained in Notice of Calling When Measures for Electronic Provision are Taken)

第二十条の二十八　法第四十一条第一項において読み替えて準用する会社法第三百二十五条の四第二項第三号（株主総会の招集の通知等の特則）に規定する内閣府令で定める事項は、電子提供措置をとるために使用する自動公衆送信装置のうち当該電子提供措置をとるための用に供する部分をインターネットにおいて識別するための文字、記号その他の符号又はこれらの結合であって、情報の提供を受ける者がその使用に係る電子計算機に入力することによって当該情報の内容を閲覧し、当該電子計算機に備えられたファイルに当該情報を記録することができるものその他の当該者が当該情報の内容を閲覧し、当該電子計算機に備えられたファイルに当該情報を記録するために必要な事項とする。

Article 20-28 The matters to be specified by Cabinet Office Order, as provided in Article 325-4, paragraph (2), item (iii) (Special Provisions on Notice of Convocation of a Shareholders Meeting) of the Companies Act, as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms, are characters, marks or any other types of symbols or their combination created for the online identification of the portion of the automatic public transmission server assigned for implementing measures for electronic provision, which enables the information recipients to inspect the details of information by inputting it into the computers they use and to record the information into the file stored on the computers, and other matters necessary for the information recipients to inspect the contents of the information and record the information in files stored in the computer.

（電子提供措置事項記載書面に記載することを要しない事項）

(Matters Not Required to be Stated in Document Containing Matters for Electronic Provision Measures)

第二十条の二十九　法第四十一条第一項において読み替えて準用する会社法第三百二十

五条の五第三項（書面交付請求）に規定する内閣府令で定めるものは、次に掲げるものとする。

Article 20-29 (1) The matters to be specified by Cabinet Office Order, as provided in Article 325-5, paragraph (3) (Request for Delivery of Documents) of the Companies Act, as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms, are as follows:

一　社員総会参考書類に記載すべき事項（次に掲げるものを除く。）

(i) the matters to be stated in reference documents for general meetings (excluding the following matters):

イ　議案

(a) proposals;

ロ　社員総会参考書類に記載すべき事項（イに掲げるものを除く。）につき電子提供措置事項記載書面に記載しないことについて監査役、監査等委員会又は監査委員会が異議を述べている場合における当該事項

(b) in connection with the omission of the matters to be stated in reference documents for general meetings (excluding the matters stated in (a)) from a document containing matters for electronic provision measures, if any company auditor, audit and supervisory committee or audit committee raised any objection, the relevant matter;

二　事業報告に記載され、又は記録された事項（次に掲げるものを除く。）

(ii) the matters stated or recorded in a business report (excluding the matters stated in the following);

イ　第二十九条の二第三項第一号から第八号の三までに掲げる事項及び法第五十三条の三十六において準用する会社法第四百二十七条第一項（責任限定契約）の契約に関する事項

(a) the matters stated in Article 29-2, paragraph (3), items (i) through (viii)-3, and the matters relating to a contract referred to in Article 427, paragraph (1) (Agreement Limiting Liability) of the Companies Act as applied mutatis mutandis pursuant to Article 53-36 of the Act;

ロ　事業報告に記載され、又は記録された事項（イに掲げるものを除く。）につき電子提供措置事項記載書面に記載しないことについて監査役、監査等委員会又は監査委員会が異議を述べている場合における当該事項

(b) in connection with the omission of the matters stated or recorded in a business report (excluding the matters stated in (a)) from a document containing matters for electronic provision measures, if any company auditor, audit and supervisory committee or audit committee raised any objection, the relevant fact;

三　計算書類（法第五十四条の三第二項に規定する計算書類をいう。以下この節において同じ。）に記載され、又は記録された事項（基金等変動計算書又は貸借対照表若しくは損益計算書のうち関連する注記に係るものに限る。）

(iii) the matters stated or recorded in financial statements (meaning the financial statements provided in Article 54-3, paragraph (2) of the Act; the same applies below in this Section) (limited to the matters related to the relevant notes to a statement of changes in funds, etc. or a balance sheet or profit and loss statement); and

四　連結計算書類（法第五十四条の十第一項に規定する連結計算書類をいう。以下この節において同じ。）に記載され、又は記録された事項（連結基金等変動計算書（関連する注記を含む。以下同じ。）又は連結貸借対照表若しくは連結損益計算書（関連する注記を含む。以下同じ。）のうち関連する注記に係るものに限る。）

(iv) the matters stated or recorded in consolidated financial statements (meaning the consolidated financial statements provided in Article 54-10, paragraph (1) of the Act; the same applies below in this Section) (limited to the matters related to the relevant notes to a consolidated statement of changes in funds, etc. (including the relevant notes; the same applies below) or a consolidated balance sheet or consolidated profit and loss statement (including the relevant notes; the same applies below)).

２　次の各号に掲げる事項の全部又は一部を電子提供措置事項記載書面に記載しないときは、取締役は、当該各号に定める事項を社員（電子提供措置事項記載書面の交付を受ける社員に限る。以下この項において同じ。）に対して通知しなければならない。

(2) In the case of omitting all or a portion of the matters stated in the following items from a document containing matters for electronic provision measures, a director must notify members (limited to members receiving the delivery of a document containing matters for electronic provision measures; the same applies below in this paragraph) of the matters respectively prescribed in those items:

一　前項第二号に掲げる事項　監査役、監査等委員会又は監査委員会が、電子提供措置事項記載書面に記載された事項（事業報告に記載され、又は記録された事項に限る。）が監査報告を作成するに際して監査をした事業報告に記載され、又は記録された事項の一部である旨を社員に対して通知すべきことを取締役に請求したときは、その旨

(i) the matters stated in item (ii) of the preceding paragraph: if the company auditor, audit and supervisory committee, or audit committee requests the directors to notify the members that the matters stated in the document containing matters for electronic provision measures (limited to matters stated or recorded in the business report) form a part of the matters stated or recorded in the business report audited when preparing an audit report, the relevant fact;

二　前項第三号に掲げる事項　監査役、会計監査人、監査等委員会又は監査委員会が、電子提供措置事項記載書面に記載された事項（計算書類に記載され、又は記録された事項に限る。）が監査報告又は会計監査報告を作成するに際して監査をした計算書類に記載され、又は記録された事項の一部である旨を社員に対して通知すべきこ

とを取締役に請求したときは、その旨

(ii) the matters stated in item (iii) of the preceding paragraph: if the company auditor, financial auditor, audit and supervisory committee, or audit committee requests the directors to notify the members that the matters stated in the document containing matters for electronic provision measures (limited to the matters stated or recorded in financial statements) form a part of the matters stated or recorded in the financial statements audited when preparing an audit report or financial audit report, the relevant fact; and

三　前項第四号に掲げる事項　監査役、会計監査人、監査等委員会又は監査委員会が、電子提供措置事項記載書面に記載された事項（連結計算書類に記載され、又は記録された事項に限る。）が監査報告又は会計監査報告を作成するに際して監査をした連結計算書類に記載され、又は記録された事項の一部である旨を社員に対して通知すべきことを取締役に請求したときは、その旨

(iii) the matters stated in item (iv) of the preceding paragraph: if the company auditor, financial auditor, audit and supervisory committee, or audit committee requests the directors to notify the members that the matters stated in the document containing matters for electronic provision measures (limited to the matters stated or recorded in consolidated financial statements) form a part of the matters stated or recorded in the consolidated financial statements audited when preparing an audit report or financial audit report, the relevant fact.

（総代に関する定款記載事項）

(Matters Related to Representative Members Which Are to Be Stated in Articles of Incorporation)

第二十一条　法第四十二条第二項に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 21 The matters to be specified by Cabinet Office Order, as provided in Article 42, paragraph (2) of the Act, are as follows:

一　総代の定数

(i) the authorized number of representative members;

二　総代の任期

(ii) the term of office of representative members;

三　総代の選出の方法

(iii) the method of appointment of representative members; and

四　総代に欠員が生じた場合の措置

(iv) the measures to be implemented in the case of a vacancy in offices of representative members.

（総代会参考書類）

(Reference Documents for Member Representatives Meetings)
第二十二条　法第四十八条第一項の規定により交付すべき議決権の行使について参考となるべき事項を記載した書類（以下この款において「総代会参考書類」という。）は、別紙様式第五号の三により作成しなければならない。
Article 22 (1) The document stating the matters which would serve as reference information for the exercise of voting rights, which are to be delivered pursuant to the provisions of Article 48, paragraph (1) of the Act (referred to below as "reference documents for member representatives meetings" in this Subsection) must be prepared in accordance with Appended Form No. 5-3.
２　法第四十九条第一項において読み替えて準用する会社法第二百九十八条第一項第三号及び第四号（株主総会の招集の決定）に掲げる事項を定めた相互会社が行った総代会参考書類の交付（当該交付に代えて行う電磁的方法による提供を含む。）は、法第四十八条第一項の規定による総代会参考書類の交付とする。
(2) The delivery of reference documents for member representatives meetings implemented by a mutual company, providing for the matters stated in Article 298, paragraph (1), items (iii) and (iv) (Determination of Calling a Shareholders Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act following the deemed replacement of terms (the delivery includes the provision of information implemented by the electronic or magnetic means in lieu of the delivery) is the delivery of the reference documents for member representatives meetings pursuant to Article 48, paragraph (1).
３　取締役は、総代会参考書類に記載すべき事項について、招集通知（法第四十九条第一項において準用する会社法第二百九十九条第二項又は第三項（株主総会の招集の通知）の規定による通知をいう。以下この条から第二十二条の三までにおいて同じ。）を発出した日から総代会の前日までの間に修正をすべき事情が生じた場合における修正後の事項を総代に周知させる方法を、当該招集通知と併せて通知することができる。
(3) A director may, in addition to a notice of calling (meaning a notice under Article 299, paragraph (2) or (3) (Notice of Calling of Shareholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act; the same applies below in this Article to Article 22-3), notify the method of announcement of updated information to representative members when there occurs any event which requires modification to any matter to be stated in the reference documents for member representatives meetings within the period between the day of dispatching the notice of calling and the day immediately prior to the date of the Member representatives meeting.
４　同一の総代会に関して総代に対して提供する総代会参考書類に記載すべき事項のうち、他の書面に記載している事項又は電磁的方法により提供する事項がある場合には、これらの事項は、総代に対して提供する総代会参考書類に記載することを要しない。この場合においては、他の書面に記載している事項又は電磁的方法により提供する事

項があることを明らかにしなければならない。

(4) If, among the matters to be stated in the reference documents for member representatives meetings to be provided to representative members in connection with the same member representatives meeting, there is any matter already included in any other document or any information to be provided by way of the electronic or magnetic means, these matters need not be included in the reference documents for member representatives meetings to be provided to the representative members. In this case, it must be specifically noted that there is any matter already stated in other document or any information to be provided by way of the electronic or magnetic means.

５　同一の総代会に関して総代に対して提供する招集通知又は法第五十四条の五の規定により総代に対して提供する事業報告の内容とすべき事項のうち、総代会参考書類に記載している事項がある場合には、当該事項は、総代に対して提供する招集通知又は同条の規定により総代に対して提供する事業報告の内容とすることを要しない。

(5) If, among the matters to be included in the notice of calling to be sent to the representative members or in the business report to be provided to representative members pursuant to the provisions of Article 54-5 in connection with the same member representatives meeting, there is any matter stated in the reference documents for member representatives meetings, these matters need not be included in the notice of calling to be sent to the representative members or in the business report to be provided to representative members pursuant to the provisions of the same Article.

（総代会参考書類の記載の特則）

(Exception to Preparation of Reference Documents for Member Representatives Meetings)

第二十二条の二　総代会参考書類に記載すべき事項（次に掲げるものを除く。）に係る情報を、当該総代会に係る招集通知を発出する時から当該総代会の日から三月が経過する日までの間、継続して電磁的方法により総代が提供を受けることができる状態に置く措置（第十四条の五第一項第一号ロに掲げる方法のうち、インターネットに接続された自動公衆送信装置を使用する方法によって行われるものに限る。第三項において同じ。）をとる場合には、当該事項は、当該事項を記載した総代会参考書類を総代に対して提供したものとみなす。ただし、この項の措置をとる旨の定款の定めがある場合に限る。

Article 22-2 (1) When, for the period between the time of dispatching a notice of calling of the member representatives meeting and the day when three months passes from the day of the member representatives meeting, the measure (limited to the method specified in Article 14-5, paragraph (1), item (i), (b), which is to be implemented by the method using automatic public transmission server connected to the internet; the same applies in paragraph (3)) is implemented so as to keep representative members accessible to information related to the matters to be contained in the relevant reference documents for member representatives meetings (excluding the following matters) by electronic or magnetic means, the reference documents for member representatives meetings containing these matters are deemed to have been provided to the representative members; provided, however, that this is limited to the case where it is provided for in the articles of incorporation that the measure referred to in this paragraph is implemented:

一　議案

(i) items on agenda;

二　第二十九条の二第三項第一号から第九号までに掲げる事項を総代会参考書類に記載することとしている場合における当該事項

(ii) the matters stated in Article 29-2, paragraph (3), items (i) through (ix), if these matters are required to be specified in the reference documents for member representatives meetings;

三　次項の規定により総代会参考書類に記載すべき事項

(iii) the matters to be specified in the reference documents for member representatives meetings pursuant to the provisions of the following paragraph; and

四　総代会参考書類に記載すべき事項（前二号に掲げるものを除く。）につきこの項の措置をとることについて監査役、監査等委員会又は監査委員会が異議を述べている場合における当該事項

(iv) when, in connection with the implementation of the measures under this paragraph in relation to the matters to be stated in the reference documents for member representatives meetings (excluding the matters specified in the preceding two items), any company auditor, audit and supervisory committee or audit committee raised any objection, that matter.

２　前項の場合には、総代に対して提供する総代会参考書類に、同項の措置をとるために使用する自動公衆送信装置のうち当該措置をとるための用に供する部分をインターネットにおいて識別するための文字、記号その他の符号又はこれらの結合であって、情報の提供を受ける者がその使用に係る電子計算機に入力することによって当該情報の内容を閲覧し、当該電子計算機に備えられたファイルに当該情報を記録することができるものを記載しなければならない。

(2) In the case referred to in the preceding paragraph, the reference documents for member representatives meetings to be provided to members must contain the characters, numbers, marks or any other types of symbols or their combination created for the online identification of the portion of the automatic public transmission server assigned for implementing the measure referred to in the same paragraph, which enables the information recipients to browse the details of information by inputting it into the computers they use and to record the information into the file stored on the computers.

３　第一項の規定は、同項各号に掲げる事項に係る情報についても、電磁的方法により

総代が提供を受けることができる状態に置く措置をとることを妨げるものではない。
(3) The provisions of paragraph (1) do not preclude taking measures to keep representative members able to access the information related to the matters stated in each item of the same paragraph by electronic or magnetic means.

（議決権行使書面）
(Voting Forms)
第二十二条の三　法第四十八条第三項の規定により交付すべき議決権を行使するための書面（以下この条及び次条において「議決権行使書面」という。）は、別紙様式第五号の二に準じて作成しなければならない。
Article 22-3 (1) Voting forms to exercise the voting rights which are to be delivered pursuant to the provisions of Article 48, paragraph (3) of the Act (referred to below as "voting form" in this Article and the following Article) must be prepared in accordance with Appended Form No. 5-2.
２　法第四十八条第五項又は第六項の規定により電磁的方法により提供すべき議決権行使書面に記載すべき事項は、別紙様式第五号の二の定めるところによる。
(2) The matters to be contained in the voting form to be provided by electronic or magnetic means as referred to in Article 48, paragraph (5) or (6) of the Act are as prescribed in Appended Form No. 5-2.
３　次条第四号イに掲げる事項についての定めがある場合には、相互会社は、法第四十九条第一項において読み替えて準用する会社法第二百九十九条第三項（株主総会の招集の通知）の承諾をした総代の請求があった時に、当該総代に対して、法第四十八条第三項の規定による議決権行使書面の交付（当該交付に代えて行う同条第四項の規定による電磁的方法による提供を含む。）をしなければならない。
(3) If the mutual company has prescribed any provisions on the matters stated in item (iv), (a) of the following Article, it must, upon the request from the representative member who has given an approval pursuant to the provisions of Article 299, paragraph (3) (Notice of Calling of Shareholders Meetings) of the Companies Act, as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act following the deemed replacement of terms, deliver to the representative member a voting form pursuant to Article 48, paragraph (3) of the Act (the delivery includes the provision of information implemented by the electronic or magnetic means in lieu of the delivery, pursuant to paragraph (4) of the same Article).
４　次条第四号ハに掲げる事項についての定めがある場合には、相互会社は、法第四十九条第一項において読み替えて準用する会社法第二百九十九条第三項の承諾をした総代の請求があった時に、議決権行使書面に記載すべき事項（当該総代に係る事項に限る。同号ハにおいて同じ。）に係る情報について電子提供措置（法第四十九条第一項において準用する会社法第三百二十五条の二（電子提供措置をとる旨の定款の定め）に規定する電子提供措置をいう。同号ハ及び第二十三条の五の三において同じ。）をとらなければならない。ただし、当該総代に対して、法第四十九条第一項において準

用する会社法第三百二十五条の三第二項（電子提供措置）の規定による議決権行使書面の交付をする場合は、この限りでない。
(4) If there are provisions concerning the matters stated in item (iv), (c) of the following Article, a mutual company must take the measures for electronic provision (meaning the measures for electronic provision provided in Article 325-2 (Provisions in the Articles of Incorporation to the Effect that Measures for Electronic Provision Will be Taken) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act; the same applies in (c) of that item and Article 23-5-3) with respect to information related to the matters to be contained in a voting form, at the time when a request has been made by a representative member who has given consent referred to in Article 299, paragraph (3) of the Companies Act, as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act following the deemed replacement of terms (limited to the matters related to the relevant representative member; the same applies in (c) of that item); provided, however, that this does not apply to the case where a voting form is delivered to the representative member under Article 325-3, paragraph (2) (Measures for Electronic Provision) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act.
5　同一の総代会に関して総代に対して提供する招集通知の内容とすべき事項のうち、議決権行使書面に記載している事項がある場合には、当該事項は、招集通知の内容とすることを要しない。
(5) If, among the matters to be contained in the notice of calling to be sent to representative members in connection with the same member representatives meeting, there is any matter already stated in the voting form, that matter need not be contained in the notice of calling.
6　同一の総代会に関して総代に対して提供する議決権行使書面に記載すべき事項（次に掲げるものに限る。）のうち招集通知の内容としている事項がある場合には、当該事項は、議決権行使書面に記載することを要しない。
(6) If, among the matters to be contained in the voting form (limited to the matters stated in the following) to be provided to representative members in connection with the same member representatives meeting, there is any matter already stated in the notice of calling, that matter need not be contained in the voting form:
一　次条第三号ニに掲げる事項
(i) the matter stated in (d), item (iii) of the following Article;
二　次条第四号ロに掲げる事項
(ii) the matter stated in (b), item (iv) of the following Article; and
三　議決権の行使の期限
(iii) the time limit for the exercise of voting rights.

（招集の決定事項）

(Matters to Be Determined upon Calling of Meeting)

第二十三条　法第四十九条第一項において読み替えて準用する会社法第二百九十八条第一項第五号（株主総会の招集の決定）に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 23 The matters to be specified by Cabinet Office Order, as provided in Article 298, paragraph (1), item (v) (Determination of Calling a Shareholders Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act following the deemed replacement of terms, are as follows:

一　法第四十九条第一項において読み替えて準用する会社法第二百九十八条第一項第一号に規定する総代会が定時総代会である場合において、同号の日が前事業年度に係る定時総代会の日に応当する日と著しく離れた日であるときは、その日時を決定した理由

(i) if the member representatives meeting as provided in Article 298, paragraph (1), item (i) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act following the deemed replacement of terms is an annual member representatives meeting, and where the date referred to in that item substantially differs from the anniversary of the date of annual member representatives meeting related to the previous business year, the reason for determining that date;

二　法第四十九条第一項において読み替えて準用する会社法第二百九十八条第一項第一号に規定する総代会の場所が過去に開催した総代会のいずれの場所とも著しく離れた場所であるとき（次に掲げる場合を除く。）は、その場所を決定した理由

(ii) when the place of member representatives meeting as provided in Article 298, paragraph (1), item (i) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act following the deemed replacement of terms is substantially far from any place of member representatives meetings previously held (excluding the following cases), the reason for determining that place:

イ　当該場所が定款で定められたものである場合

(a) that the place is designated by the articles of incorporation; or

ロ　当該場所で開催することについて総代会に出席しない総代全員の同意がある場合

(b) that all representative members not attending the member representatives meeting have consented to hold the meeting at that place;

三　法第四十九条第一項において準用する会社法第二百九十八条第一項第三号又は第四号に掲げる事項を定めたときは、次に掲げる事項（定款にロからニまで及びへに掲げる事項についての定めがある場合又はこれらの事項の決定を取締役に委任する旨を決定した場合における当該事項を除く。）

(iii) when the matters stated in Article 298, paragraph (1), item (iii) or (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act are provided, the following matters (excluding the cases where the articles of incorporation provide for the matters stated in (b) through (d) and (f); and also excluding the matters if these matters are determined to be delegated to directors):

イ　第二十二条第一項の規定により総代会参考書類に記載すべき事項（別紙様式第五号の三（記載上の注意）９に掲げるものを除く。）

(a) the matters to be stated in the reference documents for member representatives meetings, pursuant to the provisions of Article 22, paragraph (1) (excluding the matters specified in 9. of Appended Form No. 5 (Points in Attention Concerning Preparation of Document));

ロ　特定の時（総代会の日時以前の時であって、法第四十九条第一項において準用する会社法第二百九十九条第一項（株主総会の招集の通知）の規定により通知を発した日から二週間を経過した日以後の時に限る。）をもって書面による議決権の行使の期限とする旨を定めるときは、その特定の時

(b) when a specific timing (limited to the timing on or before the date and time of the member representatives meeting, but which falls on or after the day when two weeks passes from the day of dispatching the notice under Article 299, paragraph (1) (Notice of Calling of Shareholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act) is to be designated as the time limit for the exercise of voting rights in writing, that specific timing;

ハ　特定の時（総代会の日時以前の時であって、法第四十九条第一項において準用する会社法第二百九十九条第一項の規定により通知を発した日から二週間を経過した日以後の時に限る。）をもって電磁的方法による議決権の行使の期限とする旨を定めるときは、その特定の時

(c) when a specific timing (limited to the timing on or before the date and time of the member representatives meeting, but falls on or after the day when two weeks passes from the day of dispatching the notice under Article 299, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act) is to be designated as the time limit for the exercise of voting rights by electronic or magnetic means, that specific timing;

ニ　総代から各議案についての賛否を記載する欄に記載がない議決権行使書面が相互会社に提出された場合における各議案についての賛成、反対又は棄権のいずれかの意思の表示があったものとする取扱いを定めるときは、その取扱いの内容

(d) the details of the treatment, if, when a voting form is submitted from any representative member to the mutual company without any entry in the space to indicate answer whether the representative member casts affirmative or negative vote on the items on the agenda, the representative member is to be treated to have manifested the intention to cast an affirmative or negative vote on the items on agenda, or to abstain from voting;

ホ　第二十二条の二第一項の措置をとることにより総代に対して提供する総代会参考書類に記載しないものとする事項

(e) the matter to be omitted from the reference documents for member representatives meetings to be provided to representative members, due to the ground of the implementation of the measure under Article 22-2, paragraph (1);

ヘ　一の総代が同一の議案につき次に掲げる場合の区分に応じ、次に定める規定により重複して議決権を行使した場合において、当該同一の議案に対する議決権の行使の内容が異なるものであるときにおける当該総代の議決権の行使の取扱いに関する事項を定めるとき（次号に規定する場合を除く。）は、その事項

(f) the matter related to treatment of the exercise of voting rights by a representative member, if the treatment is prescribed for the cases where a single representative member exercises the voting rights in duplicate for the same item on the agenda pursuant to the following provisions categorized by the cases as respectively stated in those provisions and where there is a discrepancy in the duplicate exercises of voting rights for the same item on the agenda (excluding the cases provided in the following item):

（１）　法第四十九条第一項において準用する会社法第二百九十八条第一項第三号に掲げる事項を定めた場合　法第四十九条第一項において準用する会社法第三百十一条第一項（書面による議決権の行使）

1. cases where the matter specified in Article 298, paragraph (1), item (iii) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act is provided: Article 301, paragraph (1) (Voting in Writing) of the Companies Act applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act;

（２）　法第四十九条第一項において準用する会社法第二百九十八条第一項第四号に掲げる事項を定めた場合　法第四十九条第一項において準用する会社法第三百十二条第一項（電磁的方法による議決権の行使）

2. cases where the matter specified in Article 298, paragraph (1), item (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act is provided: Article 312, paragraph (1) (Voting by Electronic or Magnetic Means) of the Companies Act applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act;

ト　総代会参考書類に記載すべき事項のうち、法第四十九条第一項において準用する会社法第三百二十五条の五第三項（書面交付請求）の規定による定款の定めに基づき法第四十九条第一項において準用する会社法第三百二十五条の五第二項の規定により交付する書面（第二十三条の五の四において「電子提供措置事項記載書面」という。）に記載しないものとする事項

(g) among the matters to be stated in the reference documents for member representatives meetings, the matters to be omitted from a document to be delivered pursuant to the provisions of Article 325-5, paragraph (2) of the Companies Act, as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act, in accordance with the provisions of articles of incorporation under Article 325-5, paragraph (3) (Request for Delivery of Documents) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act (referred to as a "document containing matters for electronic provision measures" in Article 23-5-4);

四　法第四十九条第一項において準用する会社法第二百九十八条第一項第三号及び第四号に掲げる事項を定めたときは、次に掲げる事項（定款にイからハまでに掲げる事項についての定めがある場合における当該事項を除く。）

(iv) the following matters, if the matters specified in Article 298, paragraph (1), items (iii) and (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act are provided (excluding the matters stated in (a) through (c), if the articles of incorporation provide for those matters):

イ　法第四十九条第一項において読み替えて準用する会社法第二百九十九条第三項の承諾をした総代の請求があった時に当該総代に対して法第四十八条第三項の規定による議決権行使書面の交付（当該交付に代えて行う同条第四項の規定による電磁的方法による提供を含む。）をすることとするときは、その旨

(a) when the voting form under Article 48, paragraph (3) of the Act is to be delivered (including provision by electronic or magnetic means in lieu of the delivery, as referred to in paragraph (4) of the same Article) to a representative member who has given consent referred to in Article 299, paragraph (3) of the Companies Act, as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act following the deemed replacement of terms, subject to the representative member's request, that fact;

ロ　一の総代が同一の議案につき法第四十九条第一項において準用する会社法第三百十一条第一項又は第三百十二条第一項の規定により重複して議決権を行使した場合において、当該同一の議案に対する議決権の行使の内容が異なるものであるときにおける当該総代の議決権の行使の取扱いに関する事項を定めるときは、その事項

(b) the matter related to treatment of the exercise of voting rights by a representative member, if the treated is provided for the cases where a single representative member exercises the voting rights in duplicate for the same item on the agenda pursuant to the provisions of Article 311, paragraph (1) or Article 312, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act and where the accounts of the duplicate exercises of voting rights for the same item on the agenda are not the same;

ハ　電子提供措置をとる旨の定款の定めがある場合において、法第四十九条第一項において読み替えて準用する会社法第二百九十九条第三項の承諾をした総代の請求があった時に議決権行使書面に記載すべき事項に係る情報について電子提供措置をとることとするときは、その旨

(c) if the articles of incorporation provide that measures for electronic provision are to be taken, and the measures for electronic provision are to be taken with respect to information related to the matters to be stated in a voting form, subject to request from the representative member who has given consent referred to in Article 299, paragraph (3) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act following the deemed replacement of terms, that fact;

五　法第四十四条の二第一項の規定による代理人による議決権の行使について、代理権（代理人の資格を含む。）を証明する方法その他代理人による議決権の行使に関する事項を定めるとき（定款に当該事項についての定めがある場合を除く。）は、その事項

(v) when, in connection with proxy voting under Article 44-2, paragraph (1) of the Act, any matter related to proxy voting such as method of certifying the authority of representation (including qualification of proxies) is to be provided, those matters (excluding the cases where those matters are provided for in the articles of incorporation);

六　第三号に規定する場合以外の場合において、次に掲げる事項が総代会の目的である事項であるときは、当該事項に係る議案の概要（議案が確定していない場合にあっては、その旨）

(vi) in cases other than those provided in item (iii), if the object of the member representatives meeting is any of the following matter is, the outline of the proposal related to that matter (or, if the proposal has not been finalized yet, that fact):

イ　役員等の選任

(a) election of officers, etc.;

ロ　役員等の報酬等

(b) remuneration, etc. payable to officers, etc.;

ハ　法第六十二条の二第一項第一号から第三号までに掲げる行為

(c) acts stated in Article 62-2, paragraph (1), items (i) through (iii) of the Act;

ニ　定款の変更

(d) amendment to articles of incorporation; and

ホ　合併

(e) merger.

（書面による議決権行使の期限）

(Time Limit for Exercise of Voting Rights in Writing)

第二十三条の二　法第四十九条第一項において読み替えて準用する会社法第三百十一条

第一項（書面による議決権の行使）に規定する内閣府令で定める時は、総代会の日時の直前の事業時間の終了時（前条第三号ロに掲げる事項についての定めがある場合にあっては、同号ロの特定の時）とする。

Article 23-2 The timing to be specified by Cabinet Office Order, as provided in Article 311, paragraph (1) (Voting in Writing) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act following the deemed replacement of terms is the end of the business hour immediately before the time of member representatives meeting (if the matter stated in item (iii), (b) of the preceding Article is provided, the specific time referred to in (b) of that item).

（電磁的方法による議決権行使の期限）

(Time Limit for Exercise of Voting Rights by Electronic or Magnetic Means)

第二十三条の三　法第四十九条第一項において読み替えて準用する会社法第三百十二条第一項（電磁的方法による議決権の行使）に規定する内閣府令で定める時は、総代会の日時の直前の事業時間の終了時（第二十三条第三号ハに掲げる事項についての定めがある場合にあっては、同号ハの特定の時）とする。

Article 23-3 The timing to be specified by Cabinet Office Order, as provided in Article 312, paragraph (1) (Voting by Electronic or Magnetic Means) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act following the deemed replacement of terms is the end of the business hour immediately before the time of member representatives meeting (if the matter stated in Article 23, item (iii), (c) of the preceding Article is provided, the specific time referred to in (c) of that item).

（取締役等の説明義務）

(Accountability of Directors)

第二十三条の四　法第四十九条第一項において読み替えて準用する会社法第三百十四条（取締役等の説明義務）に規定する内閣府令で定める場合は、次に掲げる場合とする。

Article 23-4 The cases to be specified by Cabinet Office Order, as provided in Article 314 (Accountability of Directors) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act following the deemed replacement of terms, are as follows:

一　総代が説明を求めた事項について説明をするために調査をすることが必要である場合（次に掲げる場合を除く。）

(i) cases where it is necessary to perform an investigation in order to provide explanation for any matter so requested by the representative member (excluding the following cases):

イ　当該総代が総代会の日より相当の期間前に当該事項を相互会社に対して通知した場合

(a) cases where the representative member has notified the mutual company of that matter within a reasonable period of time before the day of the member representatives meeting; or

ロ　当該事項について説明をするために必要な調査が著しく容易である場合

(b) cases where it is extremely easy to conduct investigation necessary in order to provide explanation on that matter;

二　総代が説明を求めた事項について説明をすることにより相互会社その他の者（当該総代を除く。）の権利を侵害することとなる場合

(ii) cases where giving explanation on the matter so requested by the representative member would be detrimental to the rights of the mutual company or any other parties (excluding that representative member);

三　総代が当該総代会において実質的に同一の事項について繰り返して説明を求める場合

(iii) cases where the representative member repeatedly requests explanation on the substantially identical subjects at the member representatives meeting; and

四　前三号に掲げる場合のほか、総代が説明を求めた事項について説明をしないことにつき正当な理由がある場合

(iv) beyond the cases stated in the preceding three items, cases where there is any justifiable ground for refraining from giving explanation on the matters so requested by a representative member.

（議事録）

(Minutes)

第二十三条の五　法第四十九条第一項において準用する会社法第三百十八条第一項（議事録）の規定による総代会の議事録の作成については、この条の定めるところによる。

Article 23-5 (1) The preparation of minutes of member representatives meeting under Article 318, paragraph (1) (Minutes) of the Companies Act as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act is as prescribed in this Article.

２　総代会の議事録は、書面又は電磁的記録をもって作成しなければならない。

(2) The minutes of member representatives meeting must be prepared in writing or by electronic or magnetic records.

３　総代会の議事録は、次に掲げる事項を内容とするものでなければならない。

(3) The minutes of member representatives meeting must contain the following matters:

一　総代会が開催された日時及び場所（当該場所に存しない取締役（監査等委員会設置会社にあっては、監査等委員である取締役又はそれ以外の取締役。第四号において同じ。）、執行役、会計参与、監査役、会計監査人又は総代が総代会に出席をした場合における当該出席の方法を含む。）

(i) the date and place where the member representatives meeting was held (including the method of attendance, if directors (or directors who are audit and supervisory committee members or other directors, in the case of a company with audit and supervisory committee; the same applies in item (iv)), executive officers, accounting advisors, company auditors, financial auditors or representative members not present at the place attended the member representatives meeting);

二　総代会の議事の経過の要領及びその結果

(ii) the substance of the proceedings of the member representatives meeting, as well as the results;

三　次に掲げる規定により総代会において述べられた意見又は発言があるときは、その意見又は発言の内容の概要

(iii) if, pursuant to any of the following provisions, any opinion or remark was presented at the member representatives meeting, the outline of the opinions or remarks:

イ　法第五十三条の十一において準用する会社法第三百四十二条の二第一項（監査等委員である取締役等の選任等についての意見の陳述）

(a) Article 342-2, paragraph (1) (Statement of Opinions on the Election of a Director Who Is an Audit and Supervisory Committee Member) of the Companies Act as applied mutatis mutandis pursuant to Article 53-11 of the Act;

ロ　法第五十三条の十一において準用する会社法第三百四十二条の二第二項

(b) Article 342-2, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 53-11 of the Act;

ハ　法第五十三条の十一において準用する会社法第三百四十二条の二第四項

(c) Article 342-2, paragraph (4) of the Companies Act as applied mutatis mutandis pursuant to Article 53-11 of the Act;

ニ　法第五十三条の十一において準用する会社法第三百四十五条第一項（会計参与等の選任等についての意見の陳述）（法第五十三条の十一において準用する会社法第三百四十五条第四項及び第五項において準用する場合を含む。）

(d) Article 345, paragraph (1) (Statement of Opinions on Election of Accounting Advisors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-11 of the Act (including as applied mutatis mutandis pursuant to Article 345, paragraphs (4) and (5) of the Companies Act as further applied mutatis mutandis pursuant to Article 53-11 of the Act);

ホ　法第五十三条の十一において準用する会社法第三百四十五条第二項（法第五十三条の十一において準用する会社法第三百四十五条第四項及び第五項において準用する場合を含む。）

(e) Article 345, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 53-11 of the Act (including as applied mutatis mutandis pursuant to Article 345, paragraphs (4) and (5) of the Companies Act as further applied mutatis mutandis pursuant to Article 53-11 of the Act);

ヘ　法第五十三条の十五において準用する会社法第三百六十一条第五項（取締役の報酬等）
(f) Article 361, paragraph (5) (Remuneration for Directors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-15 of the Act;
ト　法第五十三条の十五において準用する会社法第三百六十一条第六項
(g) Article 361, paragraph (6) of the Companies Act as applied mutatis mutandis pursuant to Article 53-15 of the Act;
チ　法第五十三条の十七において準用する会社法第三百七十七条第一項（株主総会における意見の陳述）
(h) Article 377, paragraph (1) (Statement of Opinions at Shareholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 53-17 of the Act;
リ　法第五十三条の十七において準用する会社法第三百七十九条第三項（会計参与の報酬等）
(i) Article 379, paragraph (3) (Remunerations for Accounting Advisors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-17 of the Act;
ヌ　法第五十三条の二十において準用する会社法第三百八十四条（株主総会に対する報告義務）
(j) Article 384 (Duty to Report to Shareholders Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 53-20 of the Act;
ル　法第五十三条の二十において準用する会社法第三百八十七条第三項（監査役の報酬等）
(k) Article 387, paragraph (3) (Remunerations for Company Auditors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-20 of the Act;
ヲ　法第五十三条の二十三において準用する会社法第三百九十八条第一項（定時株主総会における会計監査人の意見の陳述）
(l) Article 398, paragraph (1) (Statement of Opinions of Financial Auditors at Annual Shareholders Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 53-23 of the Act;
ワ　法第五十三条の二十三において準用する会社法第三百九十八条第二項
(m) Article 398, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 53-23 of the Act; and
カ　法第五十三条の二十三の二第五項において準用する会社法第三百九十九条の五（株主総会に対する報告義務）
(n) Article 399-5 (Duty to Report to Shareholders Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 53-23-2, paragraph (5) of the Act;

四　総代会に出席した取締役、執行役、会計参与、監査役又は会計監査人の氏名又は名称

(iv) the names of directors, executive officers, accounting advisors, company auditors or financial auditors present at the member representatives meeting;

五　総代会の議長が存するときは、議長の氏名

(v) if the member representatives meeting was presided over by the chairperson, the name of the chairperson; and

六　議事録の作成に係る職務を行った取締役の氏名

(vi) the names of the director who took charge of duties to prepare the minutes.

（電子提供措置）

(Measures for Electronic Provision)

第二十三条の五の二　法第四十九条第一項において読み替えて準用する会社法第三百二十五条の二（電子提供措置をとる旨の定款の定め）に規定する内閣府令で定めるものは、第十四条の五第一項第一号ロに掲げる方法のうち、インターネットに接続された自動公衆送信装置を使用するものによる措置とする。

Article 23-5-2 The measures to be specified by Cabinet Office Order, as provided in Article 325-2 (Provisions in the Articles of Incorporation to the Effect that Measures for Electronic Provision Will be Taken) of the Companies Act, as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act following the deemed replacement of terms, are the measures stated in Article 14-5, paragraph (1), item (i), (b), which are implemented by the method using an automatic public transmission server connected to the internet.

（電子提供措置をとる場合における招集通知の記載事項）

(Matters to be Contained in Notice of Calling When Measures for Electronic Provision are Taken)

第二十三条の五の三　法第四十九条第一項において読み替えて準用する会社法第三百二十五条の四第二項第三号（株主総会の招集の通知等の特則）に規定する内閣府令で定める事項は、電子提供措置をとるために使用する自動公衆送信装置のうち当該電子提供措置をとるための用に供する部分をインターネットにおいて識別するための文字、記号その他の符号又はこれらの結合であって、情報の提供を受ける者がその使用に係る電子計算機に入力することによって当該情報の内容を閲覧し、当該電子計算機に備えられたファイルに当該情報を記録することができるものその他の当該者が当該情報の内容を閲覧し、当該電子計算機に備えられたファイルに当該情報を記録するために必要な事項とする。

Article 23-5-3 The matters to be specified by Cabinet Office Order, as provided in Article 325-4, paragraph (2), item (iii) (Special Provisions on Notice of Convocation of a Shareholders Meeting) of the Companies Act, as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act following the deemed replacement of terms, are characters, marks or any other types of symbols or their combination created for the online identification of the portion of the automatic public transmission server assigned for implementing measures for electronic provision, which enables the information recipients to inspect the details of information by inputting it into the computers they use and to record the information into the file stored on the computers, and other matters necessary for the information recipients to inspect the contents of the information and record the information in files stored in the computer.

（電子提供措置事項記載書面に記載することを要しない事項）

(Matters Not Required to be Stated in Document Containing Matters for Electronic Provision Measures)

第二十三条の五の四　法第四十九条第一項において読み替えて準用する会社法第三百二十五条の五第三項（書面交付請求）に規定する内閣府令で定めるものは、次に掲げるものとする。

Article 23-5-4 (1) The matters to be specified by Cabinet Office Order, as provided in Article 325-5, paragraph (3) (Request for Delivery of Documents) of the Companies Act, as applied mutatis mutandis pursuant to Article 49, paragraph (1) of the Act following the deemed replacement of terms, are as follows:

一　総代会参考書類に記載すべき事項（次に掲げるものを除く。）

(i) the matters to be stated in reference documents for member representatives meetings (excluding the following matters):

イ　議案

(a) proposals;

ロ　総代会参考書類に記載すべき事項（イに掲げるものを除く。）につき電子提供措置事項記載書面に記載しないことについて監査役、監査等委員会又は監査委員会が異議を述べている場合における当該事項

(b) in connection with the omission of the matters to be stated in reference documents for member representatives meetings (excluding the matters stated in (a)) from a document containing matters for electronic provision measures, if any company auditor, audit and supervisory committee or audit committee raised any objection, that fact;

二　事業報告に記載され、又は記録された事項（次に掲げるものを除く。）

(ii) the matters stated or recorded in a business report (excluding the matters stated in the following);

イ　第二十条の二十九第一項第二号イに掲げる事項

(a) matters stated in Article 20-29, paragraph (1), item (ii), (a);

ロ　事業報告に記載され、又は記録された事項（イに掲げるものを除く。）につき電子提供措置事項記載書面に記載しないことについて監査役、監査等委員会又は監査委員会が異議を述べている場合における当該事項

(b) in connection with the omission of the matters stated or recorded in a business report (excluding the matters stated in (a)) from a document containing matters for electronic provision measures, if any company auditor, audit and supervisory committee or audit committee raised any objection, the relevant fact;

三　計算書類に記載され、又は記録された事項（基金等変動計算書又は貸借対照表若しくは損益計算書のうち関連する注記に係るものに限る。）

(iii) the matters stated or recorded in financial statements (limited to the matters related to the relevant notes to a statement of changes in funds, etc. or a balance sheet or profit and loss statement); and

四　連結計算書類に記載され、又は記録された事項（連結基金等変動計算書又は連結貸借対照表若しくは連結損益計算書のうち関連する注記に係るものに限る。）

(iv) the matters stated or recorded in consolidated financial statements (limited to the matters related to the relevant notes to a consolidated statement of changes in funds, etc. or a consolidated balance sheet or consolidated profit and loss statement).

２　次の各号に掲げる事項の全部又は一部を電子提供措置事項記載書面に記載しないときは、取締役は、当該各号に定める事項を総代（電子提供措置事項記載書面の交付を受ける総代に限る。以下この項において同じ。）に対して通知しなければならない。

(2) In the case of omitting all or a portion of the matters stated in the following items from a document containing matters for electronic provision measures, the directors must notify the representative members (limited to member representatives receiving the delivery of a document containing matters for electronic provision measures; the same applies below in this paragraph) of the matters respectively prescribed in those items:

一　前項第二号に掲げる事項　監査役、監査等委員会又は監査委員会が、電子提供措置事項記載書面に記載された事項（事業報告に記載され、又は記録された事項に限る。）が監査報告を作成するに際して監査をした事業報告に記載され、又は記録された事項の一部である旨を総代に対して通知すべきことを取締役に請求したときは、その旨

(i) the matters stated in item (ii) of the preceding paragraph: if the company auditor, audit and supervisory committee, or audit committee requests the directors to notify the representative members that the matters stated in the document containing matters for electronic provision measures (limited to matters stated or recorded in the business report) form a part of the matters stated or recorded in the business report audited when preparing an audit report, the relevant fact;

二　前項第三号に掲げる事項　監査役、会計監査人、監査等委員会又は監査委員会が、電子提供措置事項記載書面に記載された事項（計算書類に記載され、又は記録された事項に限る。）が監査報告又は会計監査報告を作成するに際して監査をした計算書類に記載され、又は記録された事項の一部である旨を総代に対して通知すべきことを取締役に請求したときは、その旨

(ii) the matters stated in item (iii) of the preceding paragraph: if the company auditor, financial auditor, audit and supervisory committee, or audit committee requests the directors to notify the representative members that the matters stated in the document containing matters for electronic provision measures (limited to the matters stated or recorded in financial statements) form a part of the matters stated or recorded in the financial statements audited when preparing an audit report or financial audit report, the relevant fact; and

三　前項第四号に掲げる事項　監査役、会計監査人、監査等委員会又は監査委員会が、電子提供措置事項記載書面に記載された事項（連結計算書類に記載され、又は記録された事項に限る。）が監査報告又は会計監査報告を作成するに際して監査をした連結計算書類に記載され、又は記録された事項の一部である旨を総代に対して通知すべきことを取締役に請求したときは、その旨

(iii) the matters stated in item (iv) of the preceding paragraph: if the company auditor, financial auditor, audit and supervisory committee, or audit committee requests the directors to notify the representative members that the matters stated in the document containing matters for electronic provision (limited to the matters stated or recorded in consolidated financial statements) form a part of the matters stated or recorded in the consolidated financial statements audited when preparing an audit report or financial audit report, the relevant fact.

（補欠の役員の選任）

(Election of Substitute Officers)

第二十三条の六　法第五十二条第三項の規定による補欠の役員（取締役、会計参与及び監査役をいい、監査等委員会設置会社にあっては、監査等委員である取締役若しくはそれ以外の取締役又は会計参与をいう。以下この条において同じ。）の選任については、この条の定めるところによる。

Article 23-6 (1) Election of substitute officers (meaning directors, accounting advisors and company auditors; or directors who are audit and supervisory committee members or other directors or accounting advisors, in the case of a company with audit and supervisory committee; the same applies below in this Article) under Article 52, paragraph (3) of the Act is as prescribed in this Article.

２　法第五十二条第三項に規定する決議により補欠の役員を選任する場合には、次に掲げる事項も併せて決定しなければならない。

(2) When any substitute officer is to be elected in accordance with the resolution provided in Article 52, paragraph (3) of the Act, the following matters must be determined as well:

一　当該候補者が補欠の役員である旨

(i) that the candidate is to be elected a substitute officer;

二　当該候補者を補欠の社外取締役（法第五十一条の二に規定する社外取締役をい

う。）として選任するときは、その旨

(ii) when the candidate is to be elected as a substitute outside director (meaning an outside director as provided in Article 51-2 of the Act), that fact;

三　当該候補者を補欠の社外監査役（法第五十三条の五第三項に規定する社外監査役をいう。）として選任するときは、その旨

(iii) when the candidate is to be elected as a substitute outside company auditor (meaning an outside company auditor as provided in Article 53-5, paragraph (3) of the Act), that fact;

四　当該候補者を一人又は二人以上の特定の役員の補欠の役員として選任するときは、その旨及び当該特定の役員の氏名（会計参与である場合にあっては、氏名又は名称）

(iv) when the candidate is to be elected as a substitute officer in replacement of one or more specific officers, that fact; and the names of those specific officers (if the officer is an accounting advisor, the accounting advisor's name);

五　同一の役員（二以上の役員の補欠として選任した場合にあっては、当該二以上の役員）につき二人以上の補欠の役員を選任するときは、当該補欠の役員相互間の優先順位

(v) when two or more substitute officers are to be elected in replacement of a single officer (if the candidates are elected in replacement of two or more officers, those two or more officers), the priority among the substitute officers; and

六　補欠の役員について、就任前にその選任の取消しを行う場合があるときは、その旨及び取消しを行うための手続

(vi) if it is necessary to revoke election of a substitute officer before the substitute officer's assumption of office, that fact, as well as the procedure for the revocation.

３　補欠の役員の選任に係る決議が効力を有する期間は、定款に別段の定めがある場合を除き、当該決議後最初に開催する定時社員総会（総代会を設けているときは、定時総代会）の開始の時までとする。ただし、社員総会（総代会を設けているときは、総代会）の決議によってその期間を短縮することを妨げない。

(3) Unless otherwise provided for in the articles of incorporation, the resolution related to election of substitute officers is in effect until the time of commencement of the annual general meeting (or the annual member representatives meeting, if a member representatives meeting has been organized) convened for the first time after the adoption of the resolution; provided, however, that this does not preclude the mutual company from shortening the effective term by the resolution of the general meeting (or a member representatives meeting, if the meeting has been organized).

（心身の故障のため職務を適正に執行することができない者）

(Person Who Is Unable to Properly Perform Their Duties Due to Mental or Physical Disorder)

第二十三条の六の二　法第五十三条の二第二項（法第五十三条の五第一項及び第五十三条の二十六第四項において準用する場合を含む。）に規定する内閣府令で定める者は、精神の機能の障害のため職務を適正に執行するに当たって必要な認知、判断及び意思疎通を適切に行うことができない者とする。

Article 23-6-2 The person specified by Cabinet Office Order, as provided in Article 53-2, paragraph (2) of the Act (including as applied mutatis mutandis pursuant to Article 53-5, paragraph (1) and Article 53-26, paragraph (4) of the Act), is a person who is unable to appropriately carry out the cognition, decision-making, and communication necessary for properly performing their duties due to mental impairment.

（社債を引き受ける者の募集に際して取締役会が定めるべき事項）

(Matters to Be Determined by Board of Directors upon Solicitation for Subscribers for Bonds)

第二十三条の七　法第五十三条の十四第四項第五号に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 23-7 The matters to be specified by Cabinet Office Order, as provided in Article 53-14, paragraph (4), item (v) of the Act, are as follows:

一　二以上の募集（法第六十一条の募集をいう。以下この条において同じ。）に係る同条各号に掲げる事項の決定を委任するときは、その旨

(i) when the determination of the matters stated in the items of Article 61 of the Act which relate to two or more solicitations (meaning solicitations referred to in Article 61 of the Act; the same applies below in this Article) is to be delegated, that fact;

二　募集社債（法第六十一条に規定する募集社債をいう。以下この条において同じ。）の総額の上限（前号に規定する場合にあっては、各募集に係る募集社債の総額の上限の合計額）

(ii) the maximum of the aggregate amount of bonds for subscription (meaning bonds for subscription as provided in Article 61 of the Act; the same applies below in this Article) (or, in the case provided in the preceding item, the total of the maximum of the aggregate amount of bonds for subscription related to each solicitation);

三　募集社債の利率の上限その他の利率に関する事項の要綱

(iii) outline of the matters related to interest rate, such as the maximum of the interest rate of bonds for subscription;

四　募集社債の払込金額（法第六十一条第九号に規定する払込金額をいう。以下この号において同じ。）の総額の最低金額その他の払込金額に関する事項の要綱

(iv) outline of the matters related to the amount to be paid in (meaning the amount to be paid in as provided in Article 61, item (ix) of the Act; the same applies below in this item), the minimum of the aggregate amount to be paid in for the bonds for subscription.

（業務の適正を確保するための体制）

(Systems to Ensure Adequacy of Business)

第二十三条の八　法第五十三条の十四第四項第六号に規定する内閣府令で定める体制は、当該相互会社における次に掲げる体制とする。

Article 23-8 The systems to be specified by Cabinet Office Order, as provided to in Article 53-14, paragraph (4), item (vi) of the Act, are the following systems at the mutual company:

一　当該相互会社の取締役の職務の執行に係る情報の保存及び管理に関する体制

(i) system for the preservation and management of information related to the execution of duties of directors of the mutual company;

二　当該相互会社の損失の危険の管理に関する規程その他の体制

(ii) regulations and any other framework for the management of the risk of loss in the mutual company;

三　当該相互会社の取締役の職務の執行が効率的に行われることを確保するための体制

(iii) system to ensure that duties of directors of the mutual company will be executed in an efficient manner;

四　当該相互会社の使用人の職務の執行が法令及び定款に適合することを確保するための体制

(iv) system to ensure that the duties of employees of the mutual company will be executed in compliance with laws and regulations and the articles of incorporation;

五　次に掲げる体制その他の当該相互会社及びその実質子会社から成る企業集団における業務の適正を確保するための体制

(v) the following systems and other systems to ensure the adequacy of the business of the corporate group constituted by the mutual company and its substantial subsidiary companies:

イ　当該相互会社の実質子会社の取締役、執行役、業務を執行する社員、会社法第五百九十八条第一項（法人が業務を執行する社員である場合の特則）の職務を行うべき者その他これらの者に相当する者（ハ及びニにおいて「取締役等」という。）の職務の執行に係る事項の当該相互会社への報告に関する体制

(a) system related to reporting of matters related to the execution of duties of directors, executive officers, members who execute business, persons who are to perform duties referred to in Article 598, paragraph (1) (Special Provisions Where Corporations Are Members Executing Business) of the Companies Act of substantive subsidiary companies of the mutual company and other equivalent persons (referred to as the "directors, etc." in (c) and (d)) to that mutual company;

ロ　当該相互会社の実質子会社の損失の危険の管理に関する規程その他の体制

(b) regulations and any other framework for the management of the risk of loss in substantive subsidiary companies of the mutual company;

ハ　当該相互会社の実質子会社の取締役等の職務の執行が効率的に行われることを確保するための体制

(c) system to ensure that duties of directors, etc. of substantive subsidiary companies of the mutual company are executed efficiently; and

ニ　当該相互会社の実質子会社の取締役等及び使用人の職務の執行が法令及び定款に適合することを確保するための体制

(d) system to ensure that the execution of duties by directors, etc. and employees of substantive subsidiary companies of the mutual company is in compliance with laws and regulations and the articles of incorporation;

六　当該相互会社の監査役がその職務を補助すべき使用人を置くことを求めた場合における当該使用人に関する事項

(vi) when a company auditor of the mutual company requested that employees should be assigned to assist the company auditor's duties, the matters related to the employees;

七　前号の使用人の当該相互会社の取締役からの独立性に関する事項

(vii) the matters related to impartiality of the employee referred to in the preceding item to the directors of the mutual company;

八　当該相互会社の監査役の第六号の使用人に対する指示の実効性の確保に関する事項

(viii) the matters related to the assurance of the effectiveness of instruction given by company auditors of the mutual company to the employees referred to in item (vi);

九　次に掲げる体制その他の当該相互会社の監査役への報告に関する体制

(ix) the following systems and other systems related to reporting to company auditors of the mutual company:

イ　当該相互会社の取締役及び会計参与並びに使用人が当該相互会社の監査役に報告をするための体制

(a) system for reporting from directors, accounting advisors and employees of the mutual company to financial auditors of the mutual company; and

ロ　当該相互会社の実質子会社の取締役、会計参与、監査役、執行役、業務を執行する社員、会社法第五百九十八条第一項の職務を行うべき者その他これらの者に相当する者及び使用人又はこれらの者から報告を受けた者が当該相互会社の監査役に報告をするための体制

(b) system for reporting from directors, accounting advisors, company auditors, executive officers, members who execute business, persons who are to perform duties referred to in Article 598, paragraph (1) of the Companies Act, other equivalent persons, and employees of substantive subsidiary companies of the mutual company, or persons who received a report from these persons, to company auditors of the mutual company;

十　前号の報告をした者が当該報告をしたことを理由として不利な取扱いを受けないことを確保するための体制

(x) system to ensure that a person who reported under the preceding item is not treated disadvantageously on the grounds that the person made the reporting;

十一　当該相互会社の監査役の職務の執行について生ずる費用の前払又は償還の手続その他の当該職務の執行について生ずる費用又は債務の処理に係る方針に関する事項

(xi) the matters related to the policies on the procedures for the advanced payment or reimbursement of costs arising from the execution of duties of company auditors of the mutual company, and on the processing of other costs or obligations arising from the execution of the duties; and

十二　第六号から前号までに掲げる体制のほか、監査役の監査が実効的に行われることを確保するための体制

(xii) beyond the systems stated in item (vi) through the preceding item, system to ensure efficient auditing by company auditors.

（取締役の個人別の報酬等の内容についての決定に関する方針）

(Policy on Decisions on the Content of the Remunerations for Individual Directors)

第二十三条の八の二　法第五十三条の十五において読み替えて準用する会社法第三百六十一条第七項に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 23-8-2 (1) The matters to be specified by Cabinet Office Order, as provided in Article 361, paragraph (7) of the Companies Act, as applied mutatis mutandis pursuant to Article 53-15 of the Act following the deemed replacement of terms, are as follows:

一　取締役（監査等委員である取締役を除く。以下この条において同じ。）の個人別の報酬等（次号に規定する業績連動報酬等及び第三号に規定する非金銭報酬等のいずれでもないものに限る。）の額又はその算定方法の決定に関する方針

(i) the policy on decisions on the amount of remunerations (limited to those that are neither the performance-linked remunerations prescribed in the following item nor the non-monetary remunerations, etc. prescribed in item (iii)) for individual directors (excluding directors who are audit and supervisory committee members; the same applies below in this Article) or its calculation method;

二　取締役の個人別の報酬等のうち、利益の状況を示す指標、株式の市場価格の状況を示す指標その他の当該相互会社又はその関係会社（当該相互会社の実質子会社及び関連会社（相互会社が会社等の財務及び事業の方針の決定に対して重要な影響を与えることができる場合における当該会社等（実質子会社を除く。）をいう。以下この号、第二十四条の三第六項第二号、第二十五条の八及び第二十九条の五第四項

において同じ。）をいう。）の業績を示す指標（以下この号において「業績指標」という。）を基礎としてその額又は数が算定される報酬等（以下この項において「業績連動報酬等」という。）がある場合には、当該業績連動報酬等に係る業績指標の内容及び当該業績連動報酬等の額又は数の算定方法の決定に関する方針
(ii) if, among the remunerations for individual directors, there are remunerations of which the amount or number is calculated based on an index of profits, index of market price of shares, or any other index of performance of the mutual company or its associated company (meaning a substantial subsidiary company and related company of the mutual company (meaning a company, etc. (excluding a substantial subsidiary company), in cases where the mutual company can exert material influence on the decision-making relating to its financial and business policies); the same applies below in this item, Article 24-3, paragraph (6), item (ii), Article 25-8 and Article 29-5, paragraph (4)) (the index is referred to below as a "performance index" in this item; and the remunerations are referred to as "performance-linked remunerations" below in this item), the content of the performance index relating to the performance-linked remunerations and the policy on decisions on the method for calculating the amount or number of the performance-linked remunerations;
三　取締役の個人別の報酬等のうち、金銭でないもの（以下この項において「非金銭報酬等」という。）がある場合には、当該非金銭報酬等の内容及び当該非金銭報酬等の額若しくは数又はその算定方法の決定に関する方針
(iii) if, among the remunerations for individual directors, there are remunerations other than cash (referred to below as "non-monetary remunerations, etc." in this paragraph), the content of the non-monetary remunerations, etc. and the policy on decisions on the amount or number of the non-monetary remunerations, etc. or its calculation method;
四　第一号の報酬等の額、業績連動報酬等の額又は非金銭報酬等の額の取締役の個人別の報酬等の額に対する割合の決定に関する方針
(iv) the policy on decisions on the proportion of the amount of the remunerations referred to in item (i), the amount of performance-linked remunerations, or he amount of non-monetary remunerations, etc. to the amount of remunerations of individual directors;
五　取締役に対し報酬等を与える時期又は条件の決定に関する方針
(v) the policy on decisions on the timing or conditions for the payment of remunerations to directors;
六　取締役の個人別の報酬等の内容についての決定の全部又は一部を取締役その他の第三者に委任することとするときは、次に掲げる事項
(vi) if all or a portion of the decisions on the content of the remunerations for individual directors is to be delegated to a director or any other third party, the following matters:

イ　当該委任を受ける者の氏名又は当該相互会社における地位及び担当

(a) the name of the delegated person or that person's position and duty at the mutual company;

ロ　イの者に委任する権限の内容

(b) the details of the authority delegated to the person referred to in (a);

ハ　イの者によりロの権限が適切に行使されるようにするための措置を講ずることとするときは、その内容

(c) if a measure is to be taken in order to ensure the appropriate exercise of the authority referred to in (b) by the person referred to in (a), the details of the measure;

七　取締役の個人別の報酬等の内容についての決定の方法（前号に掲げる事項を除く。）

(vii) the method for determining the content of the remunerations for individual directors (excluding the matters stated in the preceding item); and

八　前各号に掲げる事項のほか、取締役の個人別の報酬等の内容についての決定に関する重要な事項

(viii) beyond the matters stated in the preceding items, important matters regarding decisions on the content of the remunerations for individual directors.

２　前項第二号に規定する「財務及び事業の方針の決定に対して重要な影響を与えることができる場合」とは、次に掲げる場合（財務上又は事業上の関係からみて会社等の財務又は事業の方針の決定に対して重要な影響を与えることができないことが明らかであると認められる場合を除く。）をいう。

(2) The "cases where a mutual company can exert material influence on the decision-making relating to financial and business policies" as provided to in item (ii) of the preceding paragraph are as follows (excluding the cases where the mutual company is found as obviously unable to exert any material influence on the decision-making relating to the financial or business policies of the company etc., in light of their financial or business relationship):

一　会社等（次に掲げる会社等であって、当該会社等の財務又は事業の方針の決定に対して重要な影響を与えることができないと認められるものを除く。以下この項において同じ。）の議決権の総数に対する自己（その実質子会社を含む。以下この項において同じ。）の計算において所有している議決権の数の割合が百分の二十以上である場合

(i) the cases where the ratio of the number of voting rights owned on the mutual company's own account (including the account of its substantial subsidiary company; the same applies below in this paragraph) to the total number of voting rights in the company, etc. (excluding any of the following companies, etc. which is found to be unable to exert any material influence on the decision-making relating to the financial or business policies of the company, etc.; the same applies below in this paragraph) is not less than 20

percent:
イ　民事再生法の規定による再生手続開始の決定を受けた会社等
(a) a company, etc. that is subject to an order commencing rehabilitation proceedings under the Civil Rehabilitation Act;
ロ　会社更生法の規定による更生手続開始の決定を受けた株式会社
(b) a stock company that is subject to an order commencing reorganization proceedings under the Corporate Reorganization Act;
ハ　破産法の規定による破産手続開始の決定を受けた会社等
(c) a company, etc. that is subject to an order commencing bankruptcy proceedings under the Bankruptcy Act;
ニ　その他イからハまでに掲げる会社等に準ずる会社等
(d) any other company, etc. equivalent to any company, etc. stated in (a) through (c) above;
二　会社等の議決権の総数に対する自己の計算において所有している議決権の数の割合が百分の十五以上である場合（前号に掲げる場合を除く。）であって、次に掲げるいずれかの要件に該当する場合
(ii) the cases where the ratio of number of voting rights owned on the mutual company's own account to the total number of voting rights in the company, etc. is not less than 15 percent (excluding the case stated in the preceding item), and where any of the following requirements is met:
イ　次に掲げる者（会社等の財務及び事業の方針の決定に関して影響を与えることができるものに限る。）が会社等の代表取締役、取締役又はこれらに準ずる役職に就任していること。
(a) that any of the following persons (limited to the persons who can exert influence on the decision-making relating to financial and business policies of the company, etc.) has assumed the position of representative director, director or any other equivalent position of the company, etc.:
（１）　自己の役員
1. the mutual company's officer;
（２）　自己の業務を執行する社員
2. a member who takes charge of execution of the mutual company's business;
（３）　自己の使用人
3. the mutual company's employee;
（４）　（１）から（３）までに掲げる者であった者
4. a person formerly held the position stated in any of 1. through 3. above;
ロ　自己が会社等に対して重要な融資を行っていること。
(b) that any important loan has been extended from the mutual company to the company, etc.;
ハ　自己が会社等に対して重要な技術を提供していること。
(c) that any important technology is furnished from the mutual company to

the company, etc.;

ニ　自己と会社等との間に重要な販売、仕入れその他の事業上の取引があること。

(d) that any important business transactions such as distribution or supply have been entered into between the mutual company and the company, etc.;

ホ　その他自己が会社等の財務及び事業の方針の決定に対して重要な影響を与えることができることが推測される事実が存在すること。

(e) that there exists any other fact indicating that the mutual company can exert material influence on the decision-making relating to the financial and business policies of the company, etc.;

三　会社等の議決権の総数に対する自己所有等議決権数（次に掲げる議決権の数の合計数をいう。）の割合が百分の二十以上である場合（自己の計算において議決権を所有していない場合を含み、前二号に掲げる場合を除く。）であって、前号イからホまでに掲げるいずれかの要件に該当する場合

(iii) the cases where the ratio of the number of self-owned voting rights (meaning the total of the number of the following voting rights) to the total number of voting rights in the company, etc. is not less than 20 percent (including the cases where the voting rights are not owned on the mutual company's own account, and excluding the case stated in the preceding two items), and where any of the requirements stated in (a) through (e) of the preceding item is met:

イ　自己の計算において所有している議決権

(a) the voting rights owned on the mutual company's own account;

ロ　自己と出資、人事、資金、技術、取引等において緊密な関係があることにより自己の意思と同一の内容の議決権を行使すると認められる者が所有している議決権

(b) the voting rights owned by any party having a close relationship with the mutual company in terms of equity contribution, personnel affairs, funding, technology, business transactions, etc. and therefore is likely to exercise its voting rights in concert with the intention of the mutual company;

ハ　自己の意思と同一の内容の議決権を行使することに同意している者が所有している議決権

(c) the voting rights owned by any persons who have given their consent to exercising their voting rights in concert with the intention of the mutual company; and

四　自己と自己から独立した者との間の契約その他これに準ずるものに基づきこれらの者が会社等を共同で支配している場合

(iv) the cases where the mutual company and a party independent of the mutual company jointly takes control over the company, etc., pursuant to the contract concluded among them or any other similar agreement.

（取締役会の議事録）

(Minutes of Meeting of Board of Directors)

第二十三条の九　法第五十三条の十六において準用する会社法第三百六十九条第三項（取締役会の決議）の規定による取締役会の議事録の作成については、この条の定めるところによる。

Article 23-9 (1) The preparation of minutes of a meeting of the board of directors under Article 369, paragraph (3) (Resolution at Board of Directors Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 53-16 of the Act is as prescribed in this Article.

２　取締役会の議事録は、書面又は電磁的記録をもって作成しなければならない。

(2) The minutes of a board of directors meeting must be prepared in writing or by electronic or magnetic records.

３　取締役会の議事録は、次に掲げる事項を内容とするものでなければならない。

(3) The minutes of a board of directors meeting must contain the following matters:

一　取締役会が開催された日時及び場所（当該場所に存しない取締役（監査等委員会設置会社にあっては、監査等委員である取締役又はそれ以外の取締役）、執行役、会計参与、監査役又は会計監査人が取締役会に出席をした場合における当該出席の方法を含む。）

(i) the date and place where the board of directors meeting was held (including the method of attendance, if directors (or directors who are audit and supervisory committee members and other directors, in the case of a company with audit and supervisory committee), executive officers, accounting advisors, company auditors or financial auditors not present at the place attended the meeting);

二　取締役会が法第五十三条の十六において準用する会社法第三百七十三条第二項（特別取締役による取締役会の決議）の取締役会であるときは、その旨

(ii) when the board of directors meeting falls under the categories under Article 373, paragraph (2) (Resolution of Board of Directors by Special Directors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-16 of the Act, that fact;

三　取締役会が次に掲げるいずれかのものに該当するときは、その旨

(iii) when the board of directors meeting falls under any of the following categories, that fact:

イ　法第五十三条の十六において準用する会社法第三百六十六条第二項（招集権者）の規定による取締役の請求を受けて招集されたもの

(a) a meeting called in response to the request from the directors, pursuant to Article 366, paragraph (2) (Convener) of the Companies Act as applied mutatis mutandis pursuant to Article 53-16 of the Act;

ロ　法第五十三条の十六において準用する会社法第三百六十六条第三項の規定により取締役が招集したもの

(b) a meeting called by the director pursuant to the provisions of Article 366, paragraph (3) of the Companies Act as applied mutatis mutandis pursuant to Article 53-16 of the Act;

ハ　法第五十三条の二十において準用する会社法第三百八十三条第二項（取締役会への出席義務等）の規定による監査役の請求を受けて招集されたもの

(c) a meeting called in response to the request from the company auditors, pursuant to Article 383, paragraph (2) (Obligation to Attend Board of Directors Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 53-20 of the Act;

ニ　法第五十三条の二十において準用する会社法第三百八十三条第三項の規定により監査役が招集したもの

(d) a meeting called by a company auditor pursuant to the provisions of Article 383, paragraph (3) of the Companies Act as applied mutatis mutandis pursuant to Article 53-20 of the Act;

ホ　法第五十三条の二十三の三第七項において準用する会社法第三百九十九条の十四（監査等委員会による取締役会の招集）の規定により監査等委員会が選定した監査等委員が招集したもの

(e) a meeting called by an audit and supervisory committee member elected by the audit and supervisory committee pursuant to the provisions of Article 399-14 (Call of the Board of Directors Meeting by Audit and Supervisory Committee) of the Companies Act as applied mutatis mutandis pursuant to Article 53-23-3, paragraph (7) of the Act;

ヘ　法第五十三条の三十第五項において準用する会社法第四百十七条第一項（指名委員会等設置会社の取締役会の運営）の規定により指名委員会等の委員の中から選定された者が招集したもの

(f) a meeting called by a person elected from among the members of nominating committee, etc. pursuant to the provisions of Article 417, paragraph (1) (Operations of the Board of Directors of Companies with a Nominating Committee) of the Companies Act as applied mutatis mutandis pursuant to Article 53-30, paragraph (5) of the Act;

ト　法第五十三条の三十第五項において準用する会社法第四百十七条第二項前段の規定による執行役の請求を受けて招集されたもの

(g) a meeting called in response to the request from an executive officer, as under the first sentence of Article 417, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 53-30, paragraph (5) of the Act; or

チ　法第五十三条の三十第五項において準用する会社法第四百十七条第二項後段の規定により執行役が招集したもの

(h) a meeting called by an executive officer pursuant to the provisions of the second sentence of Article 417, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 53-30, paragraph (5) of the

Act;
四　取締役会の議事の経過の要領及びその結果
(iv) the substance of the proceedings of the board of directors meeting, as well as the results;
五　決議を要する事項について特別の利害関係を有する取締役があるときは、当該取締役の氏名
(v) the name of the directors, if the directors have any special interest in the matters to be resolved;
六　次に掲げる規定により取締役会において述べられた意見又は発言があるときは、その意見又は発言の内容の概要
(vi) if, pursuant to any of the following provisions, any opinion or remark was presented at the board of directors meeting, the outline of the details of the opinion or remark:
イ　法第五十三条の十五において準用する会社法第三百六十五条第二項（競業及び取締役会設置会社との取引等の制限）（法第五十三条の三十二において準用する会社法第四百十九条第二項（執行役の監査委員に対する報告義務等）において準用する場合を含む。）
(a) Article 365, paragraph (2) (Restrictions on Competition and Transactions with Companies with Board of Directors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-15 of the Act (including as applied mutatis mutandis pursuant to Article 419, paragraph (2) (Executive Officer's Duty to Report to Audit Committee Members) of the Companies Act as applied mutatis mutandis pursuant to Article 53-15 of the Act);
ロ　法第五十三条の十七において準用する会社法第三百七十六条第一項（取締役会への出席）
(b) Article 376, paragraph (1) (Attendance at Board of Directors Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 53-17 of the Act;
ハ　法第五十三条の二十において準用する会社法第三百八十二条（取締役への報告義務）
(c) Article 382 (Duty to Report to Directors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-20 of the Act;
ニ　法第五十三条の二十において準用する会社法第三百八十三条第一項（取締役会への出席義務等）
(d) Article 383, paragraph (1) (Obligation to Attend Board of Directors Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 53-20 of the Act;
ホ　法第五十三条の二十三の二第五項において準用する会社法第三百九十九条の四（取締役会への報告義務）
(e) Article 399-4 (Duty to Report to Board of Directors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-23-2, paragraph (5) of

the Act;

へ　法第五十三条の二十八第五項において準用する会社法第四百六条（取締役会への報告義務）

(f) Article 406 (Duty to Report to Board of Directors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-28, paragraph (5) of the Act;

ト　法第五十三条の三十八において読み替えて準用する会社法第四百三十条の二第四項（補償契約）

(g) Article 430-2, paragraph (4) (Indemnity Agreements) of the Companies Act, as applied mutatis mutandis pursuant to Article 53-38 of the Act following the deemed replacement of terms;

七　取締役会に出席した執行役、会計参与又は会計監査人の氏名又は名称

(vii) the names of executive officers, accounting advisors or financial auditors present at the board of directors meeting; and

八　取締役会の議長が存するときは、議長の氏名

(viii) if the board of directors meeting was presided over by the chairperson, the name of the chairperson.

４　次の各号に掲げる場合には、取締役会の議事録は、当該各号に定める事項を内容とするものとする。

(4) In the case referred to in the following items, the minutes of the board of directors meeting are to contain the matters respectively stated in the relevant items:

一　法第五十三条の十六において準用する会社法第三百七十条（取締役会の決議の省略）の規定により取締役会の決議があったものとみなされた場合　次に掲げる事項

(i) when, pursuant to the provisions of Article 370 (Omission of Resolution at Board of Directors Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 53-16 of the Act, the resolution of the board of directors meeting is deemed to have been made: the following matters:

イ　取締役会の決議があったものとみなされた事項の内容

(a) the details of the matters which are deemed to have been resolved at the board of directors meeting;

ロ　イの事項の提案をした取締役の氏名

(b) the name of the director who proposed the matter referred to in item (a);

ハ　取締役会の決議があったものとみなされた日

(c) the day when the resolution of the board of directors meeting is deemed to have been made; and

ニ　議事録の作成に係る職務を行った取締役の氏名

(d) the name of the director who took charge of the duty of the preparation of the minutes;

二　法第五十三条の十六において準用する会社法第三百七十二条第一項（取締役会への報告の省略）（法第五十三条の十六において準用する会社法第三百七十二条第三

項の規定により読み替えて適用する場合を含む。）の規定により取締役会への報告を要しないものとされた場合　次に掲げる事項
(ii) when, pursuant to the provisions of Article 372, paragraph (1) (Omission of Report to Board of Directors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-16 of the Act (including the cases where applied following the deemed replacement of terms pursuant to the provisions of Article 372, paragraph (3) of the Companies Act as applied mutatis mutandis pursuant to Article 53-16 of the Act), the requirement of reporting to the board of directors is deemed to have been exempted: the following matters:
イ　取締役会への報告を要しないものとされた事項の内容
(a) the matters which are exempted from the requirement of reporting to the board of directors;
ロ　取締役会への報告を要しないものとされた日
(b) the day when the requirement of reporting to the board of directors was exempted; and
ハ　議事録の作成に係る職務を行った取締役の氏名
(c) the name of the director who took charge of the duty of preparation of the minutes.

（会計参与報告の内容）
(Details of Accounting Advisor's Report)
第二十三条の十　法第五十三条の十七において準用する会社法第三百七十四条第一項（会計参与の権限）の規定により作成すべき会計参与報告は、次に掲げる事項を内容とするものでなければならない。
Article 23-10 An accounting advisor's report to be prepared pursuant to the provisions of Article 374, paragraph (1) (Authority of Accounting Advisors) as applied mutatis mutandis pursuant to Article 53-17 of the Act must contain the following matters:
一　会計参与が職務を行うにつき会計参与設置会社と合意した事項のうち主なもの
(i) major agreement between the accounting advisor and the company with accounting advisor, in relation to performance of accounting advisor's duties;
二　次に掲げるもの（以下この節において「計算関係書類」という。）のうち、取締役又は執行役と会計参与が共同して作成したものの種類
(ii) among the following documents (referred to below as "accounting documents" in this Section), the types of the documents prepared by accounting advisors jointly with the directors or executive officers:
イ　成立の日における貸借対照表
(a) the balance sheet as of the date of incorporation;
ロ　各事業年度に係る計算書類及びその附属明細書
(b) financial statements for each business year, as well as the supplementary

schedules;

ハ　連結計算書類

(c) consolidated financial statements;

三　計算関係書類の作成のために採用している会計処理の原則及び手続並びに表示方法その他計算関係書類の作成のための基本となる事項であって、次に掲げる事項（重要性の乏しいものを除く。）

(iii) any accounting principles and procedures and accounting indication methods adopted for preparation of accounting documents and any other matters that serve as the basis for preparation of accounting documents, which are listed in the following items (excluding the matters with little significance):

イ　資産の評価基準及び評価方法

(a) the valuation basis and valuation method for assets;

ロ　固定資産の減価償却の方法

(b) the depreciation method for fixed assets;

ハ　引当金の計上基準

(c) standards for recognition of allowances;

ニ　収益及び費用の計上基準

(d) standards for recognition of profit and expenses;

ホ　その他計算関係書類の作成のための基本となる重要な事項

(e) any other material matters that serve as the basis for preparation of accounting documents;

四　計算関係書類の作成に用いた資料の種類その他計算関係書類の作成の過程及び方法

(iv) types of materials used for preparation of the accounting documents, and any other process or method of preparation;

五　前号に規定する資料が次に掲げる事由に該当するときは、その旨及びその理由

(v) when the materials provided in the preceding item fall under any of the following, that fact and the reasons for that:

イ　当該資料が著しく遅滞して作成されたとき。

(a) that the preparation of the materials was substantially delayed;

ロ　当該資料の重要な事項について虚偽の記載がされていたとき。

(b) that any material matters related to the materials contained any false information;

六　計算関係書類の作成に必要な資料が作成されていなかったとき又は適切に保存されていなかったときは、その旨及びその理由

(vi) if the materials necessary for preparation of the accounting documents have not been prepared or have not been preserved in an appropriate manner, that fact and reasons for that;

七　会計参与が計算関係書類の作成のために行った報告の徴収及び調査の結果

(vii) the results of collection of report and investigation conducted by the

accounting advisor for the preparation of the accounting documents; and
八　会計参与が計算関係書類の作成に際して取締役又は執行役と協議した主な事項
(viii) the major items deliberated between the accounting advisor and directors or executive officers upon preparation of the accounting documents.

（計算書類等の備置き）
(Preservation of Financial Statements)
第二十三条の十一　法第五十三条の十七において準用する会社法第三百七十八条第一項（会計参与による計算書類等の備置き等）の規定により会計参与が法第五十三条の十七において準用する会社法第三百七十八条第一項第一号に掲げるものを備え置く場所（以下この条において「会計参与報告等備置場所」という。）を定める場合には、この条の定めるところによる。
Article 23-11 (1) If, pursuant to the provisions of Article 378, paragraph (1) (Keeping and Inspection of Financial Statements by Accounting Advisors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-17 of the Act, an accounting advisor designates the place to keep the documents stated in Article 378, paragraph (1), item (i) of the Companies Act as applied mutatis mutandis pursuant to Article 53-17 of the Act (referred to below as "place for keeping accounting advisor's report, etc."), the designation is as prescribed in this Article.
２　会計参与は、当該会計参与である公認会計士（公認会計士法（昭和二十三年法律第百三号）第十六条の二第五項（外国で資格を有する者の特例）に規定する外国公認会計士を含む。以下同じ。）若しくは監査法人又は税理士若しくは税理士法人の事務所（会計参与が税理士法（昭和二十六年法律第二百三十七号）第二条第三項（税理士の業務）の規定により税理士又は税理士法人の補助者として当該税理士の税理士事務所に勤務し、又は当該税理士法人に所属し、同項に規定する業務に従事する者であるときは、その勤務する税理士事務所又は当該税理士法人の事務所）の場所の中から会計参与報告等備置場所を定めなければならない。
(2) An accounting advisor must designate the place for keeping accounting advisor's report, etc. from among the places of offices of the certified public accountant (including a registered foreign certified public accountant as provided in Article 16-2, paragraph (5) (Special Provisions for Persons Qualified in Foreign States) of the Certified Public Accountants Act (Act No. 103 of 1948); the same applies below), auditing firm, certified public tax accountant or certified public tax accountant firm, who is the accounting advisor (if the accounting advisor is a person who works at the certified public tax accountant office of the certified public tax accountant or belongs to the certified public tax accountant firm, and is engaged in the business as provided in Article 2, paragraph (3) (Business of Certified Tax Accountant) of the Certified Public Tax Accountant Act (Act No. 237 of 1951) as an assistant of a certified public tax accountant or certified public tax accountant firm, from

among the places of offices of the certified public tax accountant or certified public tax accountant firm where that person works).
３　会計参与は、会計参与報告等備置場所として会計参与設置会社の主たる事務所又は従たる事務所と異なる場所を定めなければならない。
(3) An accounting advisor must designate the place other than the principal or secondary office of the company with accounting advisor, as the place for keeping accounting advisor's report, etc.
４　会計参与は、会計参与報告等備置場所を定めた場合には、遅滞なく、会計参与設置会社に対して、会計参与報告等備置場所を通知しなければならない。
(4) If an accounting advisor has designated the place for keeping accounting advisor's report, etc., the accounting advisor must without delay notify the company with financial auditors of that place.

（計算書類の閲覧）
(Inspection of Financial Statements)
第二十三条の十二　法第五十三条の十七において読み替えて準用する会社法第三百七十八条第二項（会計参与による計算書類等の備置き等）に規定する内閣府令で定める場合とは、会計参与である公認会計士若しくは監査法人又は税理士若しくは税理士法人の業務時間外である場合とする。
Article 23-12 The cases to be specified by Cabinet Office Order, as provided in Article 378, paragraph (2) (Keeping and Inspection of Financial Statements by Accounting Advisors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-17 of the Act following the deemed replacement of terms, are the case of non-business hour of the certified public accountant, auditing firm, certified public tax accountant or certified public tax accountant firm who is the accounting advisor.

（監査報告の作成）
(Preparation of Audit Report)
第二十三条の十三　法第五十三条の十八第一項の規定により内閣府令で定める事項については、この条の定めるところによる。
Article 23-13 (1) The matters to be specified by Cabinet Office Order, as provided in Article 53-18, paragraph (1) of the Act, are as prescribed in this Article.
２　監査役は、その職務を適切に遂行するため、次に掲げる者との意思疎通を図り、情報の収集及び監査の環境の整備に努めなければならない。この場合において、取締役又は取締役会は、監査役の職務の執行のための必要な体制の整備に留意しなければならない。
(2) A company auditor must, for the performance of the company auditor's duties in an appropriate manner, make an effort to communicate with the following persons so as to gain information and to improve environment for auditing. In

this case, the director or the board director must pay due regard to improvement of systems necessary for performance of company auditors' duties:

一　当該相互会社の取締役、会計参与及び使用人

(i) directors, accounting advisors and employees of the mutual company;

二　当該相互会社の実質子会社の取締役、会計参与、執行役、業務を執行する社員、会社法第五百九十八条第一項（法人が業務を執行する社員である場合の特則）の職務を行うべき者その他これらの者に相当する者及び使用人

(ii) directors, accounting advisors, executive officers, members who execute business, persons who are to perform the duties under Article 598, paragraph (1) (Special Provisions Where Corporations Are Members Executing Business) of the Companies Act or other equivalent persons, and employees of the substantial subsidiary company of the mutual company; and

三　その他監査役が適切に職務を遂行するに当たり意思疎通を図るべき者

(iii) any other person with whom the company auditor should communicate for the performance of the duties in an appropriate manner.

３　前項の規定は、監査役が公正不偏の態度及び独立の立場を保持することができなくなるおそれのある関係の創設及び維持を認めるものと解してはならない。

(3) The provisions of the preceding paragraph must not be interpreted to permit creation and continuance of any relationship which would hinder the company auditor from maintaining the company auditor's fair and unbiased attitude and impartial status.

４　監査役は、その職務の遂行に当たり、必要に応じ、当該相互会社の他の監査役、当該相互会社の実質子会社の監査役その他これらに相当する者との意思疎通及び情報の交換を図るよう努めなければならない。

(4) A company auditor must, for the performance of the company auditor's duties and on an as-needed basis, make an effort to communicate with, and exchange information with, other company auditors of the mutual company, company auditors of the mutual company's substantial subsidiary company, or any other persons equivalent to the aforementioned persons.

（監査役の調査の対象）

(Documents to Be Investigated by Company Auditors)

第二十三条の十四　法第五十三条の二十において読み替えて準用する会社法第三百八十四条（株主総会に対する報告義務）に規定する内閣府令で定めるものは、電磁的記録その他の資料とする。

Article 23-14 The documents to be specified by Cabinet Office Order, as provided in Article 384 (Duty to Report to Shareholders Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 53-20 of the Act following the deemed replacement of terms are the materials such as electronic or magnetic records.

（監査役会の議事録）
(Minutes of Board of Company Auditors Meeting)
第二十三条の十五　法第五十三条の二十一において準用する会社法第三百九十三条第二項（監査役会の決議）の規定による監査役会の議事録の作成については、この条の定めるところによる。
Article 23-15 (1) The preparation of minutes of board of company auditors meeting under Article 393, paragraph (2) (Resolution of Board of Company Auditors Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 53-21 of the Act is as prescribed in this Article.
２　監査役会の議事録は、書面又は電磁的記録をもって作成しなければならない。
(2) The minutes of board of company auditors meeting must be prepared in writing or by electronic or magnetic records.
３　監査役会の議事録は、次に掲げる事項を内容とするものでなければならない。
(3) The minutes of board of company auditors meeting must contain the following matters:
一　監査役会が開催された日時及び場所（当該場所に存しない監査役、取締役、会計参与又は会計監査人が監査役会に出席をした場合における当該出席の方法を含む。）
(i) the date and place where the board of company auditors meeting was held (including the method of attendance, if company auditors, directors, accounting advisors or financial auditors not present at the place attended the board of company auditors meeting);
二　監査役会の議事の経過の要領及びその結果
(ii) the substance of the proceedings of the board of company auditors meeting, as well as the results;
三　次に掲げる規定により監査役会において述べられた意見又は発言があるときは、その意見又は発言の内容の概要
(iii) if, pursuant to any of the following provisions, any opinion or remark was presented at the board of company auditors meeting, the outline of the opinion or remark:
イ　法第五十三条の十五及び第百八十条の八第四項において準用する会社法第三百五十七条第二項（取締役の報告義務）の規定により読み替えて適用する同条第一項
(a) Article 357, paragraph (1) (Director's Duty to Report) of the Companies Act applied following the deemed replacement of terms pursuant to the provisions of paragraph (2) of the same Article as applied mutatis mutandis pursuant to Article 53-15 and Article 180-8, paragraph (4) of the Act;
ロ　法第五十三条の十七において準用する会社法第三百七十五条第二項（会計参与の報告義務）の規定により読み替えて適用する同条第一項

(b) Article 375, paragraph (1) (Accounting Advisor's Duty to Report) of the Companies Act applied following the deemed replacement of terms pursuant to the provisions of paragraph (2) of the same Article as applied mutatis mutandis pursuant to Article 53-17 of the Act; and

ハ　法第五十三条の二十三において準用する会社法第三百九十七条第三項（監査役に対する報告）の規定により読み替えて適用する同条第一項

(c) Article 397, paragraph (1) (Report to Company Auditors) of the Companies Act applied following the deemed replacement of terms pursuant to the provisions of paragraph (3) of the same Article as applied mutatis mutandis pursuant to Article 53-23 of the Act;

四　監査役会に出席した取締役、会計参与又は会計監査人の氏名又は名称

(iv) the names of directors, accounting advisors or financial auditors present at the board of company auditors meeting; and

五　監査役会の議長が存するときは、議長の氏名

(v) if the board of company auditors meeting was presided over by the chairperson, the name of the chairperson.

４　法第五十三条の二十一において準用する会社法第三百九十五条（監査役会への報告の省略）の規定により監査役会への報告を要しないものとされた場合には、監査役会の議事録は、次の各号に掲げる事項を内容とするものとする。

(4) If, pursuant to the provisions of Article 395 (Omission of Report to Board of Company Auditors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-21 of the Act, the requirement of reporting to the board of company auditors was exempted, the minutes of board of company auditors meeting is to contain the following matters:

一　監査役会への報告を要しないものとされた事項の内容

(i) the matters which are exempted from the requirement of reporting to the board of company auditors;

二　監査役会への報告を要しないものとされた日

(ii) the day when the requirement of reporting to the board of company auditors was exempted; and

三　議事録の作成に係る職務を行った監査役の氏名

(iii) the name of the company auditor who took charge of the duty of the preparation of the minutes.

（会計監査報告の作成）

(Preparation of Accounting Audit Report)

第二十三条の十六　法第五十三条の二十二第一項後段の規定により内閣府令で定める事項については、この条の定めるところによる。

Article 23-16 (1) The matters to be specified by Cabinet Office Order, as provided in the second sentence of Article 53-22, paragraph (1) of the Act, are as prescribed in this Article.

２　会計監査人は、その職務を適切に遂行するため、次に掲げる者との意思疎通を図り、情報の収集及び監査の環境の整備に努めなければならない。ただし、会計監査人が公正不偏の態度及び独立の立場を保持することができなくなるおそれのある関係の創設及び維持を認めるものと解してはならない。

(2) A financial auditor must, for the performance of the financial auditor's duties in an appropriate manner, make an effort to communicate with the following persons so as to gain information and to improve environment for auditing; provided, however, that this must not be interpreted to allow creation or continuance of any relationship which would hinder the company auditor from maintaining the financial auditor's fair and unbiased attitude and impartial status:

一　当該相互会社の取締役、会計参与及び使用人

(i) directors, accounting advisors and employees of the mutual company;

二　当該相互会社の実質子会社の取締役、会計参与、執行役、業務を執行する社員、会社法第五百九十八条第一項（法人が業務を執行する社員である場合の特則）の職務を行うべき者その他これらの者に相当する者及び使用人

(ii) directors, accounting advisors, executive officers, members who execute business, persons who are to perform the duties under Article 598, paragraph (1) (Special Provisions Where Corporations Are Members Executing Business) of the Companies Act or other equivalent persons , and employees; and

三　その他会計監査人が適切に職務を遂行するに当たり意思疎通を図るべき者

(iii) any other person with whom the financial auditor should communicate for the performance of the duties in an appropriate manner.

（監査等委員の報告の対象）

(Items Subject to Reporting by Audit and Supervisory Committee Members)

第二十三条の十六の二　法第五十三条の二十三の二第五項において準用する会社法第三百九十九条の五（株主総会に対する報告義務）に規定する取締役が社員総会（総代会を設けているときは、総代会）に提出しようとするものは、電磁的記録その他の資料とする。

Article 23-16-2 The items which directors intend to submit to the general meeting (or a member representatives meeting, if it has been organized) as provided in Article 399-5 (Duty to Report to Shareholders Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 53-23-2, paragraph (5) of the Act are electronic or magnetic records and other materials.

（監査等委員会の議事録）

(Minutes of Meeting of Audit and Supervisory Committee)

第二十三条の十六の三　法第五十三条の二十三の二第六項において準用する会社法第三百九十九条の十第三項（監査等委員会の決議）の規定による監査等委員会の議事録の

作成については、この条の定めるところによる。
Article 23-16-3 (1) The preparation of minutes of a meeting of audit and supervisory committee under Article 399-10, paragraph (3) (Resolution at Audit and Supervisory Committee Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 53-23-2, paragraph (6) of the Act is as prescribed in this Article.
２　監査等委員会の議事録は、書面又は電磁的記録をもって作成しなければならない。
(2) The minutes of a meeting of audit and supervisory committee must be prepared in writing or by electronic or magnetic records.
３　監査等委員会の議事録は、次に掲げる事項を内容とするものでなければならない。
(3) The minutes of a meeting of audit and supervisory committee must contain the following matters:
一　監査等委員会が開催された日時及び場所（当該場所に存しない監査等委員、取締役（監査等委員であるものを除く。）、会計参与又は会計監査人が監査等委員会に出席をした場合における当該出席の方法を含む。）
(i) the date and place where the meeting of audit and supervisory committee was held (including the method of attendance, if audit and supervisory committee members, directors (excluding directors who are audit and supervisory committee members), accounting advisors or financial auditors not present at the place attended the meeting);
二　監査等委員会の議事の経過の要領及びその結果
(ii) the substance of the proceedings of the meeting of audit and supervisory committee, as well as the results;
三　決議を要する事項について特別の利害関係を有する監査等委員があるときは、その氏名
(iii) the names of the audit and supervisory committee members, if the audit and supervisory committee members have any special interest in the matters to be resolved;
四　次に掲げる規定により監査等委員会において述べられた意見又は発言があるときは、その意見又は発言の内容の概要
(iv) if, pursuant to any of the following provisions, any opinion or remark was presented at the meeting of audit and supervisory committee, the outline of the details of the opinion or remark:
イ　法第五十三条の十五において準用する会社法第三百五十七条第三項（取締役の報告義務）の規定により読み替えて適用する同条第一項
(a) Article 357, paragraph (1) (Director's Duty to Report) of the Companies Act applied following the deemed replacement of terms pursuant to the provisions of paragraph (3) of the same Article as applied mutatis mutandis pursuant to Article 53-15 of the Act;
ロ　法第五十三条の十七において準用する会社法第三百七十五条第三項（会計参与の報告義務）の規定により読み替えて適用する同条第一項

(b) Article 375, paragraph (1) (Accounting Advisor's Duty to Report) of the Companies Act applied following the deemed replacement of terms pursuant to the provisions of paragraph (3) of the same Article as applied mutatis mutandis pursuant to Article 53-17 of the Act; and

ハ　法第五十三条の二十三において準用する会社法第三百九十七条第四項（監査役に対する報告）の規定により読み替えて適用する同条第一項

(c) Article 397, paragraph (1) (Report to Company Auditors) of the Companies Act applied following the deemed replacement of terms pursuant to the provisions of paragraph (4) of the same Article as applied mutatis mutandis pursuant to Article 53-23 of the Act;

五　監査等委員会に出席した取締役（監査等委員であるものを除く。）、会計参与又は会計監査人の氏名又は名称

(v) the names of the directors (excluding directors who are audit and supervisory committee members), accounting advisors or financial auditors present at the meeting of audit and supervisory committee; and

六　監査等委員会の議長が存するときは、議長の氏名

(vi) if the meeting of audit and supervisory committee was presided over by the chairperson, the name of the chairperson.

４　法第五十三条の二十三の二第六項において準用する会社法第三百九十九条の十二（監査等委員会への報告の省略）の規定により監査等委員会への報告を要しないものとされた場合には、監査等委員会の議事録は、次の各号に掲げる事項を内容とするものとする。

(4) If, the requirement of reporting to the audit and supervisory committee was exempted pursuant to the provisions of Article 399-12 (Omission of Report to Audit and Supervisory Committee) of the Companies Act as applied mutatis mutandis pursuant to Article 53-23-2, paragraph (6) of the Act, the minutes of the meeting of audit and supervisory committee are to contain the following matters:

一　監査等委員会への報告を要しないものとされた事項の内容

(i) the matters which were exempted from the requirement of reporting to the audit and supervisory committee;

二　監査等委員会への報告を要しないものとされた日

(ii) the day when the requirement of reporting to the audit and supervisory committee was exempted; and

三　議事録の作成に係る職務を行った監査等委員の氏名

(iii) the name of the audit and supervisory committee member who took charge of the duty of the preparation of the minutes.

（業務の適正を確保するための体制）

(Systems to Ensure Adequacy of Business)

第二十三条の十六の四　法第五十三条の二十三の三第一項第一号ロに規定する内閣府令

で定める事項は、次に掲げるものとする。

Article 23-16-4 (1) The matters to be specified by Cabinet Office Order, as provided in Article 53-23-3, paragraph (1), item (i), (b) of the Act, are as follows:

一　当該相互会社の監査等委員会の職務を補助すべき取締役及び使用人に関する事項

(i) the matters related to directors and employees who are to assist the duties of the audit and supervisory committee of the mutual company;

二　前号の取締役及び使用人の当該相互会社の他の取締役（監査等委員である取締役を除く。）からの独立性に関する事項

(ii) the matters related to independence of the directors and employees referred to in the preceding item to other directors of the mutual company (excluding directors who are audit and supervisory committee members);

三　当該相互会社の監査等委員会の第一号の取締役及び使用人に対する指示の実効性の確保に関する事項

(iii) the matters related to the assurance of the effectiveness of instruction given by the audit and supervisory committee of the mutual company to the directors and employees referred to in item (i);

四　次に掲げる体制その他の当該相互会社の監査等委員会への報告に関する体制

(iv) the following systems and other systems related to reporting to the audit and supervisory committee of the mutual company:

イ　当該相互会社の取締役（監査等委員である取締役を除く。）及び会計参与並びに使用人が当該相互会社の監査等委員会に報告をするための体制

(a) system for reporting from directors (excluding directors who are audit and supervisory committee members), accounting advisors and employees of the mutual company to the audit and supervisory committee of the mutual company; and

ロ　当該相互会社の実質子会社の取締役、会計参与、監査役、執行役、業務を執行する社員、会社法第五百九十八条第一項（法人が業務を執行する社員である場合の特則）の職務を行うべき者その他これらの者に相当する者及び使用人又はこれらの者から報告を受けた者が当該相互会社の監査等委員会に報告をするための体制

(b) system for reporting from directors, accounting advisors, company auditors, executive officers, members who execute business, persons who are to perform duties referred to in Article 598, paragraph (1) (Special Provisions Where Corporations Are Members Executing Business) of the Companies Act, other equivalent persons, and employees of substantive subsidiary companies of the mutual company, or persons who received a report from these persons, to the audit and supervisory committee of the mutual company;

五　前号の報告をした者が当該報告をしたことを理由として不利な取扱いを受けないことを確保するための体制

(v) system to ensure that a person who reported under the preceding item is not treated disadvantageously on the grounds that the person made the reporting;

六　当該相互会社の監査等委員の職務の執行（監査等委員会の職務の執行に関するものに限る。）について生ずる費用の前払又は償還の手続その他の当該職務の執行について生ずる費用又は債務の処理に係る方針に関する事項

(vi) the matters related to the policies on the procedures for the advanced payment or reimbursement of costs arising from the execution of duties (limited to the execution of duties related to the audit and supervisory committee) of audit and supervisory committee members of the mutual company, and on the processing of other costs or obligations arising from the execution of the duties; and

七　その他当該相互会社の監査等委員会の監査が実効的に行われることを確保するための体制

(vii) any other system to ensure efficient auditing by the audit and supervisory committee of the mutual company.

２　法第五十三条の二十三の三第一項第一号ハに規定する内閣府令で定める体制は、当該相互会社における次に掲げる体制とする。

(2) The systems to be specified by Cabinet Office Order, as provided in Article 53-23-3, paragraph (1), item (i), (c) of the Act, are the following systems at the mutual company:

一　当該相互会社の取締役の職務の執行に係る情報の保存及び管理に関する体制

(i) system for the preservation and management of information related to the execution of duties of directors of the mutual company;

二　当該相互会社の損失の危険の管理に関する規程その他の体制

(ii) regulations and any other framework for the management of the risk of loss in the mutual company;

三　当該相互会社の取締役の職務の執行が効率的に行われることを確保するための体制

(iii) system to ensure that duties of directors of the mutual company will be executed in an efficient manner;

四　当該相互会社の使用人の職務の執行が法令及び定款に適合することを確保するための体制

(iv) system to ensure that the duties of employees of the mutual company will be executed in compliance with laws and regulations and the articles of incorporation; and

五　次に掲げる体制その他の当該相互会社及びその実質子会社から成る企業集団における業務の適正を確保するための体制

(v) the following systems and any other system to ensure the adequacy of the business of the corporate group constituted by the mutual company and its substantive subsidiary companies:

イ　当該相互会社の実質子会社の取締役、執行役、業務を執行する社員、会社法第五百九十八条第一項の職務を行うべき者その他これらの者に相当する者（ハ及びニにおいて「取締役等」という。）の職務の執行に係る事項の当該相互会社への報告に関する体制

(a) system related to reporting of matters relating to the execution of duties of directors, executive officers, members who execute business, persons who are to perform duties referred to in Article 598, paragraph (1) of the Companies Act of substantive subsidiary companies of the mutual company and other equivalent persons (referred to as "directors, etc." in (c) and (d)) to that mutual company;

ロ　当該相互会社の実質子会社の損失の危険の管理に関する規程その他の体制

(b) regulations and any other framework for the management of the risk of loss in substantive subsidiary companies of the mutual company;

ハ　当該相互会社の実質子会社の取締役等の職務の執行が効率的に行われることを確保するための体制

(c) system to ensure that duties of directors, etc. of substantive subsidiary companies of the mutual company are executed efficiently; and

ニ　当該相互会社の実質子会社の取締役等及び使用人の職務の執行が法令及び定款に適合することを確保するための体制

(d) system to ensure that the execution of duties by directors, etc. and employees of substantive subsidiary companies of the mutual company is in compliance with laws and regulations and the articles of incorporation.

（社債を引き受ける者の募集に際して取締役会が定めるべき事項）

(Matters to Be Determined by Board of Directors upon Solicitation for Subscribers for Bonds)

第二十三条の十六の五　法第五十三条の二十三の三第四項第五号に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 23-16-5 The matters to be specified by Cabinet Office Order, as provided in Article 53-23-3, paragraph (4), item (v) of the Act, are as follows:

一　二以上の募集（法第六十一条の募集をいう。以下この条において同じ。）に係る法第六十一条各号に掲げる事項の決定を委任するときは、その旨

(i) when the determination of the matters stated in the items of Article 61 of the Act which relate to two or more solicitations (meaning solicitations as provided in Article 61 of the Act; the same applies below in this Article) is to be delegated, that fact;

二　募集社債（法第六十一条に規定する募集社債をいう。以下この条において同じ。）の総額の上限（前号に規定する場合にあっては、各募集に係る募集社債の総額の上限の合計額）

(ii) the maximum of the aggregate amount of bonds for subscription (meaning bonds for subscription as provided in Article 61 of the Act; the same applies below in this Article) (or, in the case provided in the preceding item, the total of the maximum of the aggregate amount of bonds for subscription related to each solicitation);

三　募集社債の利率の上限その他の利率に関する事項の要綱

(iii) outline of the matters related to interest rate, such as the maximum of the interest rate of bonds for subscription; and

四　募集社債の払込金額（法第六十一条第九号に規定する払込金額をいう。以下この号において同じ。）の総額の最低金額その他の払込金額に関する事項の要綱

(iv) outline of the matters related to the amount to be paid in (meaning the amount to be paid in as provided in Article 61, item (ix) of the Act; the same applies below in this item), the minimum of the aggregate amount to be paid in for the bonds for subscription.

（指名委員会等の議事録）

(Minutes of Meeting of Nominating Committee)

第二十三条の十七　法第五十三条の二十八第六項において準用する会社法第四百十二条第三項（指名委員会等の決議）の規定による指名委員会等の議事録の作成については、この条の定めるところによる。

Article 23-17 (1) The preparation of minutes of a meeting of nominating committee, etc. under Article 412, paragraph (3) (Resolution at Nominating Committee Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 53-28, paragraph (6) of the Act is as prescribed in this Article.

２　指名委員会等の議事録は、書面又は電磁的記録をもって作成しなければならない。

(2) The minutes of a meeting of nominating committee, etc. must be prepared in writing or by electronic or magnetic records.

３　指名委員会等の議事録は、次に掲げる事項を内容とするものでなければならない。

(3) The minutes of a meeting of nominating committee, etc. must contain the following matters:

一　指名委員会等が開催された日時及び場所（当該場所に存しない取締役、執行役、会計参与又は会計監査人が委員会に出席をした場合における当該出席の方法を含む。）

(i) the date and place where the meeting of nominating committee, etc. was held (including the method of attendance, if directors, executive officers, accounting advisors or financial auditors not present at the place attended the committee meeting);

二　指名委員会等の議事の経過の要領及びその結果

(ii) the substance of the proceedings of the meeting of nominating committee, etc., as well as the results;

三　決議を要する事項について特別の利害関係を有する委員があるときは、その氏名

(iii) if any committee member has a special interest in the matter to be

resolved, the name of the committee member;
四　指名委員会等が監査委員会である場合において、次に掲げる意見又は発言があるときは、その意見又は発言の内容の概要
(iv) if the nominating committee, etc. is an audit committee, and any opinion or remark was presented at the board of company auditors meeting, the outline of the details of the opinions or remarks:
イ　法第五十三条の十七において準用する会社法第三百七十五条第四項（会計参与の報告義務）の規定により読み替えて適用する同条第一項の規定により監査委員会において述べられた意見又は発言
(a) an opinion or remark presented at the audit committee pursuant to the provisions of Article 375, paragraph (1) (Accounting Advisor's Duty to Report) of the Companies Act, applied following the deemed replacement of terms pursuant to the provisions of paragraph (4) of the same Article as applied mutatis mutandis pursuant to Article 53-17 of the Act;
ロ　法第五十三条の二十三において準用する会社法第三百九十七条第五項（監査役に対する報告）の規定により読み替えて適用する同条第一項の規定により監査委員会において述べられた意見又は発言
(b) an opinion or remark presented at the audit committee pursuant to the provisions of Article 397, paragraph (1) (Report to Company Auditors) of the Companies Act, applied following the deemed replacement of terms pursuant to the provisions of paragraph (5) of the same Article as applied mutatis mutandis pursuant to Article 53-23 of the Act;
ハ　法第五十三条の三十二において準用する会社法第四百十九条第一項（執行役の監査委員に対する報告義務等）の規定により行うべき監査委員に対する報告が監査委員会において行われた場合における当該報告に係る意見又は発言
(c) the opinions or remarks for the report, if the report to audit committee members to be made pursuant to the provisions of Article 419, paragraph (1) (Executive Officer's Duty to Report to Audit Committee Members) of the Companies Act as applied mutatis mutandis pursuant to Article 53-32 of the Act was made at the audit committee meeting;
五　指名委員会等に出席した取締役（当該指名委員会等の委員であるものを除く。）、執行役、会計参与又は会計監査人の氏名又は名称
(v) the names of directors, executive officers, accounting advisors or financial auditors present at the meeting of nominating committee, etc. (excluding directors who are members of the nominating committee, etc.); and
六　指名委員会等の議長が存するときは、議長の氏名
(vi) if the meeting of nominating committee, etc. was presided over by the chairperson, the name of the chairperson.
4　法第五十三条の二十八第六項において準用する会社法第四百十四条（指名委員会等への報告の省略）の規定により指名委員会等への報告を要しないものとされた場合には、指名委員会等の議事録は、次の各号に掲げる事項を内容とするものとする。

(4) If, pursuant to the provisions of Article 414 (Omission of Report to Nominating Committee Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 53-28, paragraph (6) of the Act, the requirement of reporting to the meeting of nominating committee, etc. is exempted, the minutes of the meeting of nominating committee, etc. are to contain the following matters:

一　指名委員会等への報告を要しないものとされた事項の内容

(i) the matters which are exempted from the requirement of reporting to the nominating committee, etc.;

二　指名委員会等への報告を要しないものとされた日

(ii) the day when the requirement of reporting to the nominating committee, etc. was exempted; and

三　議事録の作成に係る職務を行った委員の氏名

(iii) the name of the committee member who took charge of the duty of the preparation of the minutes.

（業務の適正を確保するための体制）

(Systems to Ensure Adequacy of Business)

第二十三条の十八　法第五十三条の三十第一項第一号ロに規定する内閣府令で定めるものは、次に掲げるものとする。

Article 23-18 (1) The systems to be specified by Cabinet Office Order, as provided in Article 53-30, paragraph (1), item (i), (b) of the Act, are as follows:

一　当該相互会社の監査委員会の職務を補助すべき取締役及び使用人に関する事項

(i) the matters related to directors and employees who are to assist the duties of the audit committee of the mutual company;

二　前号の取締役及び使用人の当該相互会社の執行役からの独立性に関する事項

(ii) the matters related to impartiality of the directors and employees referred to in the preceding item to the executive officers of the mutual company;

三　当該相互会社の監査委員会の第一号の取締役及び使用人に対する指示の実効性の確保に関する事項

(iii) the matters related to the assurance of the effectiveness of instruction given by the audit committee of the mutual company to the directors and employees referred to in item (i);

四　次に掲げる体制その他の当該相互会社の監査委員会への報告に関する体制

(iv) the following systems and any other system of reporting to the audit committee of the mutual company:

イ　当該相互会社の取締役（監査委員である取締役を除く。）、執行役及び会計参与並びに使用人が当該相互会社の監査委員会に報告をするための体制

(a) system for reporting from directors (excluding directors who are audit committee members), executive officers, accounting advisors and employees of the mutual company to the audit committee of the mutual company; and

ロ　当該相互会社の実質子会社の取締役、会計参与、監査役、執行役、業務を執行する社員、会社法第五百九十八条第一項（法人が業務を執行する社員である場合の特則）の職務を行うべき者その他これらの者に相当する者及び使用人又はこれらの者から報告を受けた者が当該相互会社の監査委員会に報告をするための体制

(b) system for reporting from directors, accounting advisors, company auditors, executive officers, members who execute business, persons who are to perform the duties referred to in Article 598, paragraph (1) (Special Provisions Where Corporations Are Members Executing Business) of the Companies Act, other equivalent persons, and employees of a substantive subsidiary companies of the mutual company, or persons who received a report from these persons to the audit committee of the mutual company;

五　前号の報告をした者が当該報告をしたことを理由として不利な取扱いを受けないことを確保するための体制

(v) system to ensure that a person who reported under the preceding item is not treated disadvantageously on the grounds that the person made the reporting;

六　当該相互会社の監査委員の職務の執行（監査委員会の職務の執行に関するものに限る。）について生ずる費用の前払又は償還の手続その他の当該職務の執行について生ずる費用又は債務の処理に係る方針に関する事項

(vi) the matters related to the policies on the procedures for the advanced payment or reimbursement of costs arising from the execution of duties (limited to the execution of duties related to the audit committee) of audit committee members of the mutual company, and on the processing of other costs or obligations arising from the execution of the duties; and

七　その他当該相互会社の監査委員会の監査が実効的に行われることを確保するための体制

(vii) any other system to ensure efficient auditing by the audit committee of the mutual company.

２　法第五十三条の三十第一項第一号ホに規定する内閣府令で定める体制は、当該相互会社における次に掲げる体制とする。

(2) The systems to be specified by Cabinet Office Order, as provided in Article 53-30, paragraph (1), item (i), (e) of the Act, are the following systems at the mutual company:

一　当該相互会社の執行役の職務の執行に係る情報の保存及び管理に関する体制

(i) a system for the preservation and management of information related to the execution of duties by executive officers of the mutual company;

二　当該相互会社の損失の危険の管理に関する規程その他の体制

(ii) regulations and any other framework for the management of the risk of loss in the mutual company;

三　当該相互会社の執行役の職務の執行が効率的に行われることを確保するための体制

(iii) system to ensure that duties of executive officers of the mutual company will be executed in an efficient manner;

四　当該相互会社の使用人の職務の執行が法令及び定款に適合することを確保するための体制

(iv) system to ensure that the duties of employees of the mutual company will be executed in compliance with laws and regulations and the articles of incorporation; and

五　次に掲げる体制その他の当該相互会社及びその実質子会社から成る企業集団における業務の適正を確保するための体制

(v) the following systems and any other system to ensure the adequacy of the business of the corporate group constituted by the mutual company and its substantial subsidiary companies:

イ　当該相互会社の実質子会社の取締役、執行役、業務を執行する社員、会社法第五百九十八条第一項の職務を行うべき者その他これらの者に相当する者（ハ及びニにおいて「取締役等」という。）の職務の執行に係る事項の当該相互会社への報告に関する体制

(a) system related to reporting of matters relating to the execution of duties of directors, executive officers, members who execute business, persons who are to perform duties referred to in Article 598, paragraph (1) of the Companies Act of substantive subsidiary companies of the mutual company and other equivalent persons (referred to as "directors, etc." in (c) and (d)) to that mutual company;

ロ　当該相互会社の実質子会社の損失の危険の管理に関する規程その他の体制

(b) regulations and any other framework for the management of the risk of loss in substantive subsidiary companies of the mutual company;

ハ　当該相互会社の実質子会社の取締役等の職務の執行が効率的に行われることを確保するための体制

(c) system to ensure that duties of directors, etc. of substantive subsidiary companies of the mutual company are executed efficiently; and

ニ　当該相互会社の実質子会社の取締役等及び使用人の職務の執行が法令及び定款に適合することを確保するための体制

(d) system to ensure that the execution of duties by directors, etc. and employees of substantive subsidiary companies of the mutual company is in compliance with laws and regulations and the articles of incorporation.

（報酬等の額の算定方法）

(Method of Calculation of Amount of Remuneration)

第二十三条の十九　法第五十三条の三十六において読み替えて準用する会社法第四百二十五条第一項第一号（責任の一部免除）に規定する内閣府令で定める方法により算定される額は、次に掲げる額の合計額とする。

Article 23-19 The amount to be calculated in accordance with the method specified by the Cabinet Office Order, as provided in Article 425, paragraph (1), item (i) (Partial Exemption from Liability) of the Companies Act as applied mutatis mutandis pursuant to Article 53-36 of the Act following the deemed replacement of terms, is the total of the following amounts:

一　役員等がその在職中に報酬、賞与その他の職務執行の対価（当該役員等が当該相互会社の取締役、執行役又は支配人その他の使用人を兼ねている場合における当該取締役、執行役又は支配人その他の使用人の報酬、賞与その他の職務執行の対価を含む。）として相互会社から受け、又は受けるべき財産上の利益（次号に定めるものを除く。）の額の事業年度（次のイからハまでに掲げる場合の区分に応じ、当該イからハまでに定める日を含む事業年度及びその前の各事業年度に限る。）ごとの合計額（当該事業年度の期間が一年でない場合にあっては、当該合計額を一年当たりの額に換算した額）のうち最も高い額

(i) the highest of the total (if the period of the relevant business year is not one year, the annualized total amount) of the amount of property benefit (excluding those specified in the following item) paid or payable in a business year (limited to the business year including the date specified in (a) through (c) in accordance with the categories of cases as respectively stated in (a) through (c), and each business year immediately before that business year) by a mutual company to officers, etc. during their terms of offices, such as remuneration, bonuses or any other type of consideration for execution of duties (including the remuneration, bonuses or any other type of consideration for execution of duties of a director, executive officer, manager or any other employee, if the officer, etc. concurrently assumes the office of a director, executive officer, manager or any other employee of the mutual company):

イ　法第五十三条の三十六において読み替えて準用する会社法第四百二十五条第一項の社員総会（総代会を設けているときは、総代会。以下この号において同じ。）の決議を行った場合　当該社員総会の決議の日

(a) if a resolution of the general meeting referred to in Article 425, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 53-36 of the Act following the deemed replacement of terms (or the member representatives meeting, if it has been organized; the same applies below in this item) is adopted: the day of resolution of the general meeting;

ロ　法第五十三条の三十六において準用する会社法第四百二十六条第一項（取締役等による免除に関する定款の定め）の規定による定款の定めに基づいて責任を免除する旨の取締役会の決議を行った場合　当該決議のあった日

(b) if a resolution of the board of directors meeting exempting the liabilities was made pursuant to the provisions of the articles of incorporation as referred to in Article 426, paragraph (1) (Provisions of Articles of Incorporation on Exemption by Directors) of the Companies Act as applied mutatis mutandis pursuant to Article 53-36 of the Act: the day of the resolution;

ハ　法第五十三条の三十六において準用する会社法第四百二十七条第一項（責任限定契約）の契約を締結した場合　責任の原因となる事実が生じた日（二以上の日がある場合にあっては、最も遅い日）

(c) if a contract under Article 427, paragraph (1) (Agreement Limiting Liability) of the Companies Act as applied mutatis mutandis pursuant to Article 53-36 of the Act was concluded: the day of the occurrence of the fact which gives rise to the liability (if there are two or more days, the latest day);

二　イに掲げる額をロに掲げる数で除して得た額

(ii) the amount obtained by dividing the amount stated in (a) by the number stated in (b):

イ　次に掲げる額の合計額

(a) the total of the following amounts:

（１）　当該役員等が当該相互会社から受けた退職慰労金の額

1. the amount of retirement bonus received by the officer, etc. from the mutual company;

（２）　当該役員等が当該相互会社の取締役、執行役又は支配人その他の使用人を兼ねていた場合における当該取締役若しくは執行役としての退職慰労金又は支配人その他の使用人としての退職手当のうち当該役員等を兼ねていた期間の職務執行の対価である部分の額

2. if the officer, etc. concurrently held the position of director, executive officer, manager or any other employee of the mutual company, the amount of the portion paid as consideration for execution of duties for the period of concurrent assumption of the position of the officer, etc., from among the retirement bonuses received as the director or executive officer or the retirement allowance received as the manager or any other employee; and

（３）　（１）又は（２）に掲げるものの性質を有する財産上の利益の額

3. the amount of property benefit having the nature of the benefit stated in 1. or 2. above;

ロ　当該役員等がその職に就いていた年数（当該役員等が次に掲げるものに該当する場合における次に定める数が当該年数を超えている場合にあっては、当該数）

(b) the number of years of the tenure of the officer, etc. (the numbers respectively specified in the following, if the officer, etc. falls under any of the position as respectively stated in the following, and the number respectively specified in the following exceeds the relevant number of years of the tenure):

（１）　代表取締役又は代表執行役　六

1. representative director or representative executive officer: six;

（２）　代表取締役以外の取締役（業務執行取締役等（法第五十一条の二第一号

に規定する業務執行取締役等をいう。）であるものに限る。）又は代表執行役以外の執行役　四
2. directors (limited to directors who are executive directors, etc. (meaning executive directors, etc. as provided in Article 51-2, item (i) of the Act)) other than representative director; or executive officers other than representative executive officer: four;
（３）　取締役（（１）及び（２）に掲げるものを除く。）、会計参与、監査役又は会計監査人　二
3. directors (excluding directors stated in 1. and 2.), accounting advisors, company auditors or financial auditors: two.

（責任の免除の決議後に受ける退職慰労金等）
(Retirement Bonuses to Be Received after Resolution of Exemption of Liabilities)
第二十三条の二十　法第五十三条の三十六において準用する会社法第四百二十五条第四項（責任の一部免除）（法第五十三条の三十六において準用する会社法第四百二十六条第八項（取締役等による免除に関する定款の定め）及び第四百二十七条第五項（責任限定契約）において準用する場合を含む。）に規定する内閣府令で定める財産上の利益とは、次に掲げるものとする。
Article 23-20 The property benefit to be specified by Cabinet Office Order, as provided in Article 425, paragraph (4) (Partial Exemption from Liability) of the Companies Act as applied mutatis mutandis pursuant to Article 53-36 of the Act (including as applied mutatis mutandis pursuant to Article 426, paragraph (8) (Provisions of Articles of Incorporation on Exemption by Directors) and Article 427, paragraph (5) (Contracts for Limitation of Liability) of the Companies Act as applied mutatis mutandis pursuant to Article 53-36 of the Act), is as follows:
一　退職慰労金
(i) retirement bonuses;
二　当該役員等が当該相互会社の取締役又は執行役を兼ねていたときは、当該取締役又は執行役としての退職慰労金
(ii) if the officer, etc. concurrently held the position of director or executive officer of the mutual company, the retirement bonuses received as the director or executive officer;
三　当該役員等が当該相互会社の支配人その他の使用人を兼ねていたときは、当該支配人その他の使用人としての退職手当のうち当該役員等を兼ねていた期間の職務執行の対価である部分
(iii) if the officer, etc. concurrently held the position of the manager or any other employee of the mutual company, the amount of the portion paid as consideration for execution of duties for the period of concurrent assumption of the position of the officer, from among the retirement allowance received

as the manager or any other employee;

四　前三号に掲げるものの性質を有する財産上の利益

(iv) the amount of property benefit having the nature of the benefit stated in the preceding three items.

（役員等賠償責任保険契約から除外する保険契約）

(Insurance Contracts Excluded from Officer, etc. Liability Insurance Contracts)

第二十三条の二十一　法第五十三条の三十八において読み替えて準用する会社法第四百三十条の三第一項に規定する内閣府令で定めるものは、次に掲げるものとする。

Article 23-21 The insurance contracts to be specified by Cabinet Office Order, as provided in Article 430-3, paragraph (1) of the Companies Act, as applied mutatis mutandis pursuant to Article 53-38 of the Act following the deemed replacement of terms, are as follows:

一　被保険者に保険者との間で保険契約を締結する相互会社を含む保険契約であって、当該相互会社がその業務に関連し第三者に生じた損害を賠償する責任を負うこと又は当該責任の追及に係る請求を受けることによって当該相互会社に生ずることのある損害を保険者が填補することを主たる目的として締結されるもの

(i) an insurance contract of which insured persons include a mutual company that concludes an insurance contract with the insurer, and which is concluded for the main purpose of the insurer compensating for loss or damage that may be incurred by the mutual company as a result of the mutual company assuming liability to compensate for loss or damage caused to a third party in connection with its business or the mutual company becoming subject to a claim for the liability; and

二　役員等が第三者に生じた損害を賠償する責任を負うこと又は当該責任の追及に係る請求を受けることによって当該役員等に生ずることのある損害（役員等がその職務上の義務に違反し若しくは職務を怠ったことによって第三者に生じた損害を賠償する責任を負うこと又は当該責任の追及に係る請求を受けることによって当該役員等に生ずることのある損害を除く。）を保険者が填補することを目的として締結されるもの

(ii) an insurance contract concluded for the purpose of the insurer compensating for loss or damage that may be incurred by an officer, etc. as a result of the officer, etc. assuming liability to compensate for loss or damage caused to a third party or the officer, etc. becoming subject to a claim for the liability (excluding loss or damage that may be incurred by an officer, etc. as a result of the officer, etc. assuming liability to compensate for loss or damage caused to a third party or the officer, etc. becoming subject to a claim for the liability due to breaching the obligations in the course of duty, or neglecting the duty of the officer, etc.).

第二款　計算等

Subsection 2 Accounting

第一目　計算書類等

Division 1 Financial Statements

（会計慣行のしん酌）

(Consideration of Accounting Practices)

第二十四条　この節の用語の解釈及び規定の適用に関しては、一般に公正妥当と認められる企業会計の基準その他の企業会計の慣行をしん酌しなければならない。

Article 24 For the purpose of interpretation of the terms referred to in this Subsection and application of the provisions referred to in this Subsection, business accounting standards that are generally accepted as fair and appropriate and other business accounting practices must be taken into account.

（会計帳簿の作成）

(Preparation of Account Books)

第二十四条の二　法第五十四条の二第一項の規定により相互会社が作成すべき会計帳簿は、書面又は電磁的記録をもって作成しなければならない。

Article 24-2 The accounting books to be prepared by a mutual company pursuant to the provisions of Article 54-2, paragraph (1) of the Act must be prepared by written documents or electronic or magnetic records.

（資産の評価）

(Assessment of Assets)

第二十四条の三　前条の会計帳簿に付すべき資産については、法令に別段の定めがある場合を除き、会計帳簿にその取得価額を付さなければならない。

Article 24-3 (1) Unless otherwise provided for in the laws and regulations, for the assets to be posted on the accounting book as referred to in the preceding Article, the acquisition value of assets must be posted on the accounting book.

２　償却すべき資産については、事業年度の末日（事業年度の末日以外の日において評価すべき場合にあっては、その日。以下この款において同じ。）において、相当の償却をしなければならない。

(2) For assets subject to depreciation, depreciation must be implemented accordingly as of the last day of the business year (if the assets are to be assessed as of the day other than the last day of the business year, as of that day; the same applies below in this Subsection).

３　次の各号に掲げる資産については、事業年度の末日において当該各号に定める価格を付すべき場合には、当該各号に定める価格を付さなければならない。

(3) Regarding the assets stated in the following items, if it is required to post the prices respectively specified in those items as of the last day of the business year, the prices must be posted:

一　事業年度の末日における時価がその時の取得原価より著しく低い資産（当該資産の時価がその時の取得原価まで回復すると認められるものを除く。）　事業年度の末日における時価

(i) asset whose market value as of the last day of the business year is significantly lower than the acquisition cost as of that time (excluding the cases where it is found likely that the market value of the assets will recover to the level of the acquisition cost as of that time): the market value as of the last day of the business year; or

二　事業年度の末日において予測することができない減損が生じた資産又は減損損失を認識すべき資産　その時の取得原価から相当の減額をした額

(ii) assets for which any unpredictable underdepreciation has occurred as of the last day of the business year, or assets for which underdepreciation loss is to be recognized as of that date: the amount after due reduction from the acquisition cost of the asset as of that time.

４　取立不能のおそれのある債権については、事業年度の末日においてその時に取り立てることができないと見込まれる額を控除しなければならない。

(4) If any monetary claim will likely to become uncollectible, the estimate of amount uncollectible as of the last day of the business year must be deducted.

５　債権については、その取得価額が債権金額と異なる場合その他相当の理由がある場合には、適正な価格を付すことができる。

(5) For claims, if the acquisition value of claims differs from the amount of claim, or if any other reasonable ground exists, appropriate prices may be posted.

６　次に掲げる資産については、事業年度の末日においてその時の時価又は適正な価格を付すことができる。

(6) For the following assets, the market value or fair price as of the last day of the business year may be posted:

一　事業年度の末日における時価がその時の取得原価より低い資産

(i) assets whose market value as of the last day of the business year is lower than the acquisition cost of the asset as of that time;

二　市場価格のある資産（実質子会社及び関連会社の株式並びに満期保有目的の債券（満期まで所有する意図をもって保有する債券（満期まで所有する意図をもって取得したものに限る。）をいう。第八十六条の二第三項第二号及び第二百十条の十一の三第三項第二号において同じ。）を除く。）

(ii) assets with market price (excluding the shares and bonds held to maturity (meaning bond certificates held with an intention to hold them until maturity (limited to bond certificates that were acquired with an intention to hold them until maturity) of the substantial subsidiary companies and affiliated companies); the same applies in Article 86-2, paragraph (3), item (ii) and Article 210-11-3, paragraph (3), item (ii)); and

三　前二号に掲げる資産のほか、事業年度の末日においてその時の時価又は適正な価格を付すことが適当な資産

(iii) beyond the assets stated in the preceding two items, assets regarding which it is appropriate to post the market value or fair price as of the last day of the business year.

（負債の評価）

(Valuation of Liabilities)

第二十四条の四　第二十四条の二の会計帳簿に付すべき負債については、法令に別段の定めがある場合を除き、会計帳簿に債務額を付さなければならない。

Article 24-4 (1) Unless otherwise provided for in the laws and regulations, for liabilities to be posted on the accounting books as referred to in Article 24-2, the amount of the obligations must be posted on the accounting books.

２　次に掲げる負債については、事業年度の末日においてその時の時価又は適正な価格を付すことができる。

(2) For the following liabilities, their market value or fair value as of the last day of the business year may be posted:

一　退職給付引当金（使用人が退職した後に当該使用人に退職一時金、退職年金その他これらに類する財産の支給をする場合における事業年度の末日において繰り入れるべき引当金をいう。）のほか将来の費用又は損失（収益の控除を含む。以下この号において同じ。）の発生に備えて、その合理的な見積額のうち当該事業年度の負担に属する金額を費用又は損失として繰り入れることにより計上すべき引当金

(i) retirement benefit allowance (meaning the allowance to be transferred as of the last day of the business year, when the retirement lump-sum payment and retirement annuity or any other similar benefit is to be paid to the employees after their retirement), and any other allowance to be recorded as the allowance for future expenses or losses (including deduction from profits; the same applies below in this item) by transferring, as the expenses or losses, the portion of the reasonable estimate amount to be borne in the business year;

二　払込みを受けた金額が債務額と異なる社債

(ii) the corporate bonds whose paid-in amount differ from the amount of obligations; and

三　前二号に掲げる負債のほか、事業年度の末日においてその時の時価又は適正な価格を付すことが適当な負債

(iii) beyond the liabilities stated in the preceding two items, the liabilities regarding which it is appropriate to post their market value or fair price as of the last day of the business year.

（組織変更の際の資産及び負債の評価替えの禁止）

(Prohibition of Re-Rating of Assets and Liabilities upon Entity Conversion)

第二十四条の五　相互会社が組織変更（法第八十六条第一項に規定する組織変更をいう。以下この条において同じ。）をする場合には、当該組織変更をすることを理由にその

有する資産及び負債の帳簿価額を変更することはできない。

Article 24-5 If a mutual company effects entity conversion (meaning entity conversion as provided in Article 86, paragraph (1) of the Act; the same applies below in this Article), it cannot amend the book value of its assets and liabilities, on the ground of the entity conversion.

（吸収合併等の際の資産及び負債の評価）

(Assessment of Assets and Liabilities upon Absorption-Type Merger)

第二十四条の六　吸収合併存続相互会社（法第百六十条第一号に規定する吸収合併存続相互会社をいう。以下同じ。）は、吸収合併（法第百六十条に規定する吸収合併をいう。以下この項及び次条において同じ。）が当該吸収合併存続相互会社による支配取得（相互会社が他の会社又は当該他の会社の事業に対する支配を得ることをいう。）に該当する場合その他の吸収合併対象財産（吸収合併により吸収合併存続相互会社が承継する財産をいう。以下この項において同じ。）に時価を付すべき場合を除き、吸収合併対象財産には、吸収合併消滅会社（法第百六十九条第一項に規定する吸収合併消滅会社をいう。第二十四条の十二第二項において同じ。）における当該吸収合併の直前の帳簿価額を付さなければならない。

Article 24-6 (1) A mutual company surviving the absorption-type merger (meaning a mutual company surviving the absorption-type merger as provided in Article 160, item (i) of the Act; the same applies below) must, except for the case where the absorption-type merger (meaning the absorption-type merger as provided in Article 160 of the Act; the same applies below in this paragraph and the following Article) falls under the acquisition of control (meaning acquisition whereby a mutual company takes control over other companies or businesses of the other companies) by the mutual company surviving the absorption-type merger, and also excluding the cases where market value is to be posted to the property succeeded by absorption-type merger (meaning the property to be succeeded to by a mutual company surviving the absorption-type merger, by absorption-type merger; the same applies below in this paragraph), post the book value immediately before the absorption-type merger of the absorbed company (meaning a absorbed company as provided in Article 169, paragraph (1) of the Act; the same applies in Article 24-12, paragraph (2)) to the property succeeded by absorption-type merger.

２　前項の規定は、新設合併（法第百六十一条第一項に規定する新設合併をいう。次条において同じ。）のうち当該新設合併により相互会社が設立されるものについて準用する。

(2) The provisions of the preceding paragraph apply mutatis mutandis to the case of the consolidation-type merger (meaning the consolidation-type merger as provided in Article 161, paragraph (1) of the Act; the same applies in the following Article) whereby a mutual company is to be incorporated.

（のれん）

(Goodwill)

第二十四条の七　相互会社は、吸収合併、新設合併又は事業の譲受けをする場合において、適正な額ののれんを資産又は負債として計上することができる。

Article 24-7 In cases of absorption-type merger, consolidation-type merger or acquisition of business, a mutual company may record appropriate amount of goodwill as its assets or liabilities.

第二十四条の八から第二十四条の十まで　削除

Articles 24-8 through 24-10: Deleted

（評価・換算差額等）

(Valuation and Translation Adjustments)

第二十四条の十一　相互会社の会計帳簿には、次に掲げるものその他資産、負債又は基金等（基金、基金申込証拠金、基金償却積立金、再評価積立金、基金償却積立金減少差益及び剰余金をいう。）以外のものであっても、純資産の部の項目として計上することが適当であると認められるものは純資産として計上することができる。

Article 24-11 Regarding account books of a mutual company, the following items as well as any other items other than assets, liabilities or funds, etc. (collectively meaning the funds, application money for funds, reserve for redemption of funds, reassessment reserve, deficit in reserve for redemption of funds, and surplus) may be recorded as the items in the net asset section, if it is found appropriate to do so:

一　資産又は負債（デリバティブ取引により生じる正味の資産又は負債を含む。以下この条において同じ。）につき時価を付すものとした場合における当該資産又は負債の評価差額（剰余又は損失に計上するもの並びに次号及び第三号に掲げる評価差額を除く。）

(i) the valuation difference of the assets or liabilities (including the net assets or liabilities generating from transactions of derivatives; the same applies below in this Article), if market value is to be posted to the assets or liabilities (excluding the amount to be recorded as surplus or losses; and also excluding the valuation difference stated in the following item and item (iii));

二　ヘッジ会計（ヘッジ手段（資産（将来の取引により確実に発生すると見込まれるものを含む。以下この号において同じ。）若しくは負債（将来の取引により確実に発生すると見込まれるものを含む。以下この号において同じ。）又はデリバティブ取引に係る価格変動、金利変動及び為替変動による損失の危険を減殺することを目的とし、かつ、当該損失の危険を減殺することが客観的に認められる取引をいう。以下同じ。）に係る損益とヘッジ対象（ヘッジ手段の対象である資産若しくは負債又はデリバティブ取引をいう。以下同じ。）に係る損益を同一の会計期間に認識するための会計処理をいう。）を適用する場合におけるヘッジ手段に係る損益又は評価差額

(ii) profit and loss or valuation difference related to the hedge accounting (meaning an accounting method for recognizing, within a same accounting period, the profit and loss related to hedging instruments (meaning a transaction aimed at diminishing the risk of loss from price fluctuations, interest-rate fluctuations and exchange-rate fluctuations related to assets (including those that are expected to definitely arise from future transactions; the same applies below in this item), liabilities (including those that are expected to definitely arise from future transactions; the same applies below in this item), or derivatives transactions, which are objectively recognized as diminishing the risk of the loss; the same applies below) and the profit and loss related to hedged items (meaning the assets, liabilities, or derivatives transactions that are the subject of hedging instruments); the same applies below), when the hedge accounting is to be applied; and

三　土地の再評価に関する法律（平成十年法律第三十四号）第七条第一項に規定する再評価差額

(iii) revaluation difference as provided in Article 7, paragraph (1) of the Act on Revaluation of Land (Act No. 34 of 1998).

（更生計画に基づく行為に係る計算に関する特則）

(Special Provisions for Accounting Concerning Activities under Reorganization Plan)

第二十四条の十二　更生会社（金融機関等の更生手続の特例等に関する法律（平成八年法律第九十五号。以下「更生特例法」という。）第百六十九条第七項（定義）に規定する更生会社をいう。以下この項において同じ。）が更生計画（同条第二項に規定する更生計画をいう。以下この項において同じ。）に基づき行う行為についての当該更生会社が計上すべきのれん、純資産その他の計算に関する事項は、この府令の規定にかかわらず、更生計画の定めるところによる。

Article 24-12 (1) Notwithstanding the provisions of this Cabinet Office Order, the matters related to goodwill or net assets to be recorded by the company under reorganization proceedings (meaning a company under reorganization proceedings as provided in Article 169, paragraph (7) (Definitions) of the Act on Special Treatment of Corporate Reorganization Proceedings and Other Insolvency Proceedings of Financial Institutions (Act No. 95 of 1996; referred to below as "Special Act for Reorganization")), or any other matters related to accounting of its activities performed in accordance with the reorganization plan (meaning the reorganization plan as provided in paragraph (2) of the same Article; the same applies below in this paragraph) are as prescribed in the reorganization plan.

２　更生計画（会社更生法第二条第二項（定義）及び更生特例法第百六十九条第二項に規定する更生計画をいう。第九十条第二項、第百六十八条第二項及び第二百十一条の六十四第二項において同じ。）において相互会社（同条第七項に規定する更生会社を

除く。）が吸収合併（更生特例法第二百七十条第一項（吸収合併）及び第三百六十一条第一項（吸収合併）に規定する吸収合併をいう。以下この項において同じ。）に際して更生会社（会社更生法第二条第七項及び更生特例法第百六十九条第七項に規定する更生会社をいう。第九十条第二項、第百六十八条第二項及び第二百十一条の六十四第二項において同じ。）の更生債権者等（会社更生法第二条第十三項及び更生特例法第百六十九条第十三項に規定する更生債権者等をいう。以下この項において同じ。）を当該相互会社の基金の拠出者とする当該基金を割り当てた場合には、当該更生債権者等を基金の拠出者とする当該基金の額も当該吸収合併に係る吸収合併対価（吸収合併に際して吸収合併存続相互会社が吸収合併消滅会社の社員又は株主に対して交付する財産をいう。）として考慮するものとする。

(2) When, under the reorganization plan (meaning the reorganization plan as provided in Article 2, paragraph (2) (Definitions) of the Corporate Reorganization Act and Article 169, paragraph (2) of the Special Act for Reorganization; the same applies in Article 90, paragraph (2), Article 168, paragraph (2) and Article 211-64, paragraph (2)), a mutual company (excluding a company under reorganization proceedings as provided in paragraph (7) of the same Article), when effecting an absorption-type merger (meaning an absorption-type merger as provided in Article 270, paragraph (1) (Absorption-type Merger) and Article 361, paragraph (1) (Absorption-type Merger) of the Special Act for Reorganization; the same applies below in this paragraph), allocates fund whose contributors are constituted by the reorganization creditors, etc. (meaning reorganization creditors, etc. prescribed in Article 2, paragraph (13) of the Corporate Reorganization Act and Article 169, paragraph (13) of the Special Act for Reorganization; the same applies below in this paragraph) of the company under reorganization proceedings (meaning a company under reorganization proceedings as provided in Article 2, paragraph (7) of the Corporate Reorganization Act and Article 169, paragraph (7) of the Special Act for Reorganization; the same applies in Article 90, paragraph (2), Article 168, paragraph (2) and Article 211-64, paragraph (2)), the amount of the funds contributed by the reorganization creditors, etc. is also to be considered as the consideration for absorption-type merger (meaning the properties delivered from the mutual company surviving the absorption-type merger to the members or shareholders of the absorbed company upon the implementation of the absorption-type merger) related to the absorption-type merger.

（成立の日の貸借対照表）

(Balance Sheet as of Date of Incorporation)

第二十五条　法第五十四条の三第一項の規定により作成すべき貸借対照表は、相互会社の成立の日における会計帳簿に基づき作成しなければならない。

Article 25 The balance sheet to be prepared pursuant to the provisions of Article

54-3, paragraph (1) of the Act must be prepared based on the accounting books of the mutual company as of the date of its incorporation.

（各事業年度に係る計算書類等）

(Financial Statements for Each Business Year)

第二十五条の二　法第五十四条の三第二項に規定する内閣府令で定めるものは、第三項の規定に従い作成される基金等変動計算書とする。

Article 25-2 (1) The document to be specified by Cabinet Office Order, as provided in Article 54-3, paragraph (2) of the Act, is a statement of changes in funds, etc. prepared in accordance with the provisions of paragraph (3).

２　各事業年度に係る計算書類及びその附属明細書の作成に係る期間は、当該事業年度の前事業年度の末日の翌日（当該事業年度の前事業年度がない場合にあっては、成立の日）から当該事業年度の末日までの期間とする。

(2) Financial statements for each business year and their supplementary schedules cover the period from the day immediately after the last day of the business year immediately preceding the relevant business year (if there is no relevant preceding business year, the date of incorporation) and the last day of the relevant business year.

３　法第五十四条の三第二項の規定により作成すべき各事業年度に係る計算書類及びその附属明細書は、当該事業年度に係る会計帳簿に基づき、別紙様式第七号（少額短期保険業者にあっては別紙様式第十六号の十七、特定取引勘定設置会社にあっては別紙様式第七号の二）に準じて作成しなければならない。

(3) Financial statements and their supplementary schedules for each business year which are to be prepared pursuant to the provisions of Article 54-3, paragraph (2) of the Act must be prepared based upon the accounting books for the relevant business year and in accordance with Appended Form No. 7 (or Appended Form No. 16-17, in the case of a small amount and short term insurer; or Appended Form No. 7-2, in the case of a company with specified transaction account).

４　法第五十四条の三第二項の規定により作成すべき事業報告及びその附属明細書は、別紙様式第七号（少額短期保険業者にあっては別紙様式第十六号の十七、特定取引勘定設置会社にあっては別紙様式第七号の二）に準じて作成しなければならない。

(4) Business report and their supplementary schedules to be prepared pursuant to the provisions of Article 54-3, paragraph (2) of the Act must be prepared in accordance with Appended Form No. 7 (or Appended Form No. 16-17, in the case of a small amount and short term insurer; or Appended Form No. 7-2, in the case of a company with specified transaction account).

（連結計算書類）

(Consolidated Financial Statements)

第二十五条の三　法第五十四条の十第一項に規定する内閣府令で定めるものは、次条か

ら第二十五条の八までの規定に従い作成される次に掲げるものとする。
Article 25-3 (1) The statements to be specified by Cabinet Office Order, as provided in Article 54-10, paragraph (1) of the Act, are the following statements to be prepared pursuant to the provisions of the following Article through Article 25-8:
一　連結貸借対照表
(i) a consolidated balance sheet;
二　連結損益計算書
(ii) consolidated profit and loss statement; and
三　連結基金等変動計算書
(iii) consolidated statement of changes in funds, etc..
２　前項各号に掲げる連結計算書類は、別紙様式第七号の三第二の二、第二の三及び第二の六（少額短期保険業者にあっては、別紙様式第十六号の二十第二の二、第二の三及び第二の六）に準じて作成しなければならない。
(2) The consolidated financial statements as referred to in the items of the preceding paragraph must be prepared in accordance with Appended Form No. 7-3, Sections 2-2, 2-3 and 2-6 (or Appended Form No. 16-20, Sections 2-2, 2-3 and 2-6, in the case of a small amount and short term insurer).

（連結会計年度）
(Consolidated Financial Year)
第二十五条の四　各事業年度に係る連結計算書類の作成に係る期間（以下「連結会計年度」という。）は、当該事業年度の前事業年度の末日の翌日（当該事業年度の前事業年度がない場合にあっては、成立の日）から当該事業年度の末日までの期間とする。
Article 25-4 The consolidated financial statements for each business year (referred to below as "consolidated financial year") cover the period from the day immediately after the last day of the business year immediately preceding the relevant business year (if there is no relevant preceding business year, the date of incorporation) and the last day of the relevant business year.

（連結の範囲）
(Scope of Consolidation)
第二十五条の五　相互会社は、そのすべての実質子会社を連結の範囲に含めなければならない。ただし、次のいずれかに該当する実質子会社は、連結の範囲に含めないものとする。
Article 25-5 (1) A mutual company must include all of its substantial subsidiary companies in the scope of consolidation; provided, however, that a substantial subsidiary company which falls under any other following items is not included in the scope of consolidation:
一　財務及び事業の方針を決定する機関（株主総会その他これに準ずる機関をいう。）に対する支配が一時的であると認められる実質子会社

(i) a substantial subsidiary company, when the mutual company is found to have a temporary control over its decision-making body in charge of determination of financial and business policies (meaning a shareholders' meetings and any other equivalent organ) is found to be tentative; and

二　連結の範囲に含めることにより当該相互会社の利害関係人の判断を著しく誤らせるおそれがあると認められる実質子会社

(ii) a substantial subsidiary company which, if included in the scope of consolidation, may substantially mislead the judgment of interested parties of the mutual company.

２　前項の規定により連結の範囲に含めるべき実質子会社のうち、その資産、売上高（役務収益を含む。）等からみて、連結の範囲から除いてもその企業集団の財産及び損益の状況に関する合理的な判断を妨げない程度に重要性の乏しいものは、連結の範囲から除くことができる。

(2) Substantial subsidiary companies to be included in the scope of consolidation pursuant to the provisions of the preceding paragraph which have little significance that exclusion from the scope of consolidation would not give any negative impact on making the reasonable judgment regarding the status of properties and profit and losses of the corporate group, in terms of their assets and sales volume (including service profits) and other factors, may be excluded from the scope of consolidation.

（事業年度に係る期間の異なる実質子会社）

(Substantial Companies Which Have Different Period of Business Year)

第二十五条の六　相互会社の事業年度の末日と異なる日をその事業年度の末日とする連結実質子会社（連結の範囲に含められる実質子会社をいう。以下この条及び次条において同じ。）は、当該相互会社の事業年度の末日において、連結計算書類の作成の基礎となる計算書類を作成するために必要とされる決算を行わなければならない。ただし、当該連結実質子会社の事業年度の末日と当該相互会社の事業年度の末日との差異が三月を超えない場合において、当該連結実質子会社の事業年度に係る計算書類を基礎として連結計算書類を作成するときは、この限りでない。

Article 25-6 (1) A consolidated substantial subsidiary company (meaning a substantial subsidiary company included in the scope of consolidation; the same applies below in this Article and the following Article) for which the last day of the business year differs from the last day of the business year of the mutual company must, on the last day of the business year of the mutual company, settle the account as may be necessary for preparation of financial statements which serve the basis of preparation of the consolidated financial statements; provided, however, that this does not apply to the cases where the difference between the last day of the business year of the consolidated substantial subsidiary company and the last day of the business year of the mutual company do not exceed three months, and where the consolidated financial statements are to be prepared based on the financial statements for the business year of the consolidated substantial subsidiary company.

２　前項ただし書の規定により連結計算書類を作成する場合には、連結実質子会社の事業年度の末日と当該相互会社の事業年度の末日が異なることから生ずる連結会社（当該相互会社とその連結実質子会社をいう。次条において同じ。）相互間の取引に係る会計記録の重要な不一致について、調整をしなければならない。

(2) When the consolidated financial statements are to be prepared pursuant to the provisions of the proviso to the preceding paragraph, an adjustment must be made in relation to the material discrepancies in accounting records related to transactions among consolidated companies (which collectively means the mutual company and its consolidated substantial subsidiary companies; the same applies in the following Article), arising from the inconsistency between the last day of the business year of the consolidated substantial subsidiary company and the last day of the business year of the mutual company.

（連結実質子会社の資産及び負債の評価等）

(Assessment of Assets and Liabilities of Consolidated Substantial Subsidiary Companies)

第二十五条の七　連結計算書類の作成に当たっては、連結実質子会社の資産及び負債の評価並びに相互会社の連結実質子会社に対する投資とこれに対応する当該連結実質子会社の資本との相殺消去その他必要とされる連結会社相互間の項目の相殺消去をしなければならない。

Article 25-7 In preparing consolidated financial statements, assets and liabilities of consolidated substantial subsidiary companies must be evaluated, investments by the mutual company in the consolidated substantial subsidiary companies must be offset against the corresponding equity in the consolidated substantial subsidiary companies, and any other necessary elimination of items between the consolidated companies must be made.

（持分法の適用）

(Application of Equity Method)

第二十五条の八　非連結実質子会社（連結の範囲から除かれる実質子会社をいう。以下この条において同じ。）及び関連会社に対する投資については、持分法（投資会社が、被投資会社の純資産及び損益のうち当該投資会社に帰属する部分の変動に応じて、その投資の金額を各事業年度ごとに修正する方法をいう。以下この条において同じ。）により計算する価額をもって連結貸借対照表に計上しなければならない。ただし、次のいずれかに該当する非連結実質子会社及び関連会社に対する投資については、持分法を適用しないものとする。

Article 25-8 (1) Investments in any non-consolidated substantial subsidiary company (meaning a substantial company excluded from the scope of consolidation; the same applies below in this Article) and in affiliated company must be recorded on a consolidated balance sheet by indicating values calculated by the application of the equity method (meaning a method whereby an investment company corrects its investment amount for each business year, reflecting the fluctuation in the portions of the invested company's net assets, profit and loss to which the investor company is entitled; the same applies below in this Article); provided, however, that the equity method is not applied to investments in a non-consolidated substantial subsidiary company and affiliated company that falls under either of the following categories:

一　財務及び事業の方針の決定に対する影響が一時的であると認められる関連会社

(i) an affiliated company, where the mutual company is found to exert only a temporary influence on its decisions on financial and operational or business policies; or

二　持分法を適用することにより相互会社の利害関係人の判断を著しく誤らせるおそれがあると認められる非連結実質子会社及び関連会社

(ii) a non-consolidated subsidiary company or affiliated company, where application of the equity method to it is found likely to mislead the judgment of interested parties of the mutual company.

２　前項の規定により持分法を適用すべき非連結実質子会社及び関連会社のうち、その損益等からみて、持分法の適用の対象から除いても連結計算書類に重要な影響を与えないものは、持分法の適用の対象から除くことができる。

(2) Where any non-consolidated subsidiary company or affiliated company to which the equity method is to be applied pursuant to the provisions of the preceding paragraph would not, in terms of profit, loss, or other factors, give any material influence on consolidated financial statements even if it is excluded from the target of application of the equity method, that company may be excluded from the target of application of the equity method.

第二目　会計監査人設置会社以外の相互会社における計算関係書類の監査
Division 2 Audit of Accounting Documents Concerning Mutual Company Other than Company with Financial Auditors

（計算関係書類の監査の通則）

(General Rules on Audit of Accounting Documents)

第二十六条　法第五十四条の四第一項及び第二項並びに第五十四条の十第四項の規定による監査（計算関係書類（成立時の貸借対照表を除く。以下この目及び次目において同じ。）に係るものに限る。以下この款において同じ。）については、この目及び次目に定めるところによる。

Article 26 (1) For the purpose of audit to be performed pursuant to the provisions of Article 54-4, paragraphs (1) and (2) and Article 54-10, paragraph (4) of the Act (limited to the audit related to the accounting documents (excluding the balance sheet as of the time of incorporation; the same applies below in this Division and the following Division); the same applies below in this Subsection), the provisions of this Division and the following Division apply.

２　前項に規定する監査には、公認会計士法第二条第一項（公認会計士の業務）に規定する監査のほか、計算関係書類に表示された情報と計算関係書類に表示すべき情報との合致の程度を確かめ、かつ、その結果を利害関係者に伝達するための手続を含むものとする。

(2) The audit as provided in the preceding paragraph is to include the audit provided in Article 2, paragraph (1) (Services of Certified Public Accountants) of the Certified Public Accountants Act, as well as the procedures to verify the degree of consistency between information indicated on the accounting documents and information required to be indicated on the accounting documents, and to inform the interested parties its results.

（監査役の監査報告の内容）

(Details of Audit Report of Company Auditors)

第二十六条の二　監査役（会計監査人設置会社（会計監査人を置く株式会社又は相互会社をいう。以下同じ。）の監査役を除く。以下この目において同じ。）は、計算関係書類を受領したときは、別紙様式第一号の六により監査報告を作成しなければならない。

Article 26-2 A company auditor (excluding a company auditor of a company with financial auditor (meaning a stock company or mutual company with financial auditors; the same applies in this Division)) must, upon receipt of the accounting documents, prepare an audit report in accordance with Appended Form No. 1-6.

（監査役会の監査報告の内容等）

(Details of Audit Report of Board of Company Auditors)

第二十六条の三　監査役会（会計監査人設置会社の監査役会を除く。以下この条及び次条第一項において同じ。）は、前条の規定により監査役が作成した監査報告（以下この条において「監査役監査報告」という。）に基づき、別紙様式第一号の七により監査役会の監査報告（以下この条において「監査役会監査報告」という。）を作成しなければならない。

Article 26-3 (1) The board of company auditors (excluding the board of company auditors of the company with financial auditors; the same applies below in this Article and Article 26-2, paragraph (1)) must prepare its audit report (referred to below as the "audit report by board of company auditors" in this Article) in accordance with Appended Form No. 1-7, based on the audit report prepared by the company auditor pursuant to the provisions of the preceding Article (referred to below as the "audit report by company auditors" in this Article).

２　監査役会が監査役会監査報告を作成する場合には、監査役会は、一回以上、会議を

開催する方法又は情報の送受信により同時に意見の交換をすることができる方法により、監査役会監査報告の内容（監査役会監査報告の内容が監査役監査報告の内容と異なる場合に付記される各監査役の監査役監査報告の内容を除く。）を審議しなければならない。

(2) When the board of company auditors prepares an audit report by board of company auditors, it must discuss, for one or more occasions, the details of the audit report by board of company auditors (excluding the details of each company auditor's audit report by company auditor to be noted if any discrepancy exists between the details of the audit report by board of company auditors and that of the audit report by company auditors), by holding meetings or by means which enables simultaneous exchange of opinions through transmission of information.

（監査報告の通知期限等）

(Time Limit for Notification of Audit Report)

第二十六条の四　特定監査役は、次に掲げる日のいずれか遅い日までに、特定取締役に対し、各事業年度に係る計算書類及びその附属明細書についての監査報告（監査役会設置会社にあっては、前条第一項の規定により作成された監査役会の監査報告に限る。以下この条において同じ。）の内容を通知しなければならない。

Article 26-4 (1) A specific company auditor must, until either of the following dates whichever comes later, notify the specific director of the content of the audit report (in the case of a company with board of company auditors, limited to the audit report of the board of company auditors prepared pursuant to the provisions of paragraph (1) of the preceding Article; the same applies below in this Article) on financial statements for each business year and their supplementary schedules:

一　当該計算書類の全部を受領した日から四週間を経過した日

(i) the date when four weeks passes from the date of receipt of all financial statements;

二　当該計算書類の附属明細書を受領した日から一週間を経過した日

(ii) the date when one week passes from the date of receipt of the supplementary schedules to the financial statements; or

三　特定取締役及び特定監査役が合意により定めた日があるときは、その日

(iii) if there is a date agreed upon between the specific directors and specific company auditors, the date.

２　計算関係書類については、特定取締役が前項の規定による監査報告の内容の通知を受けた日に、監査役の監査を受けたものとする。

(2) Accounting documents are deemed to have been audited by the company auditors on the day when the specific director receives the notification of the details of the audit report under the preceding paragraph.

３　前項の規定にかかわらず、特定監査役が第一項の規定により通知をすべき日までに

同項の規定による監査報告の内容の通知をしない場合には、当該通知をすべき日に、計算関係書類については、監査役の監査を受けたものとみなす。
(3) Notwithstanding the provisions of the preceding paragraph, if the specific company auditor fails to make a notification of the details of the audit report under paragraph (1) no later than the time limit specified in the same paragraph, the financial documents are deemed to have been audited by the company auditors on the day when the notification should have been made.
４　第一項及び第二項に規定する「特定取締役」とは、次の各号に掲げる場合の区分に応じ、当該各号に定める者（当該相互会社が会計参与設置会社である場合にあっては、当該各号に定める者及び会計参与）をいう。
(4) The term "specific director" as provided in paragraphs (1) and (2) means the persons specified in the following items, in accordance with the categories as respectively stated in those items (if the mutual company is a company with accounting advisors, the persons specified in the respective items, as well as the accounting advisors):
一　第一項の規定による通知を受ける者を定めた場合　当該通知を受ける者として定められた者
(i) when the recipient of the notification under paragraph (1) is designated: the person designated as the recipient of the notification;
二　前号に掲げる場合以外の場合　監査を受けるべき計算関係書類の作成に関する職務を行った取締役
(ii) in cases other than those stated in the preceding paragraph: the director who performed the duties of preparation of the accounting documents which require auditing.
５　第一項及び第三項に規定する「特定監査役」とは、次の各号に掲げる相互会社の区分に応じ、当該各号に定める者とする。
(5) The term "specific company auditor" as provided in paragraphs (1) and (3) means the persons specified in the following items, in accordance with the categories of mutual companies as respectively stated in those items:
一　監査役設置会社（監査役会設置会社及び会計監査人設置会社を除く。）　次のイからハまでに掲げる場合の区分に応じ、当該イからハまでに定める者
(i) a company with company auditors (excluding a company with board of company auditors and a company with financial auditors): a person specified in any of (a) through (c) below, in accordance with the categories of the cases as respectively stated in (a) through (c):
イ　二以上の監査役が存する場合において、第一項の規定による監査報告の内容の通知をすべき監査役を定めたとき　当該通知をすべき監査役として定められた監査役
(a) if there are two or more company auditors, and when the company auditor who is to notify the details of the audit report under paragraph (1) is designated: the company auditor designated to make the notification;

ロ　二以上の監査役が存する場合において、第一項の規定による監査報告の内容の通知をすべき監査役を定めていないとき　すべての監査役

(b) if there are two or more company auditors, and when the company auditor who is to notify the details of the audit report under paragraph (1) is not designated: all company auditors;

ハ　イ又はロに掲げる場合以外の場合　監査役

(c) in cases other than those stated in (a) or (b): company auditors;

二　監査役会設置会社（会計監査人設置会社を除く。）　次のイ又はロに掲げる場合の区分に応じ、当該イ又はロに定める者

(ii) a company with board of company auditors (excluding a company with financial auditors): a person specified in (a) or (b) below, in accordance with the categories of the cases as respectively stated in (a) or (b):

イ　監査役会が第一項の規定による監査報告の内容の通知をすべき監査役を定めた場合　当該通知をすべき監査役として定められた監査役

(a) if the board of company auditors has designated the company auditor who is to notify the details of the audit report under paragraph (1): the company auditor designated to make the notification;

ロ　イに掲げる場合以外の場合　すべての監査役

(b) in cases other than those stated in (a): all company auditors.

第三目　会計監査人設置会社における計算関係書類の監査
Division 3 Audit of Accounting Documents Concerning Company with Financial Auditors

（計算関係書類の提供）

(Provision of Accounting Documents)

第二十七条　計算関係書類を作成した取締役（指名委員会等設置会社にあっては、執行役）は、会計監査人に対して計算関係書類を提供しようとするときは、監査役（監査等委員会設置会社にあっては監査等委員会の指定した監査等委員、指名委員会等設置会社にあっては監査委員会の指定した監査委員）に対しても計算関係書類を提供しなければならない。

Article 27 When a director (or an executive officer, in cases of a company with nominating committee, etc.) who has prepared the accounting documents intends to provide them to financial auditors, the director must also provide them to company auditors (or an audit and supervisory committee member designated by the audit and supervisory committee, in the case of a company with audit and supervisory committee; or an audit committee member designated by the audit committee, in the case of a company with nominating committee, etc.).

（会計監査報告の内容）

(Details of Accounting Audit Report)

第二十七条の二　会計監査人は、計算関係書類を受領したときは、別紙様式第一号（少額短期保険業者にあっては、別紙様式第一号の五）により会計監査報告を作成しなければならない。

Article 27-2 When a financial auditor received the accounting documents, the financial auditor must prepare an accounting audit report in accordance with Appended Form No. 1 (or Appended Form No. 1-5, in cases of a small amount and short term insurer).

（会計監査人設置会社の監査役の監査報告の内容）

(Details of Audit Report by Company Auditors of Company with Financial Auditors)

第二十七条の三　会計監査人設置会社の監査役は、計算関係書類及び会計監査報告（第二十七条の六第三項に規定する場合にあっては、計算関係書類）を受領したときは、別紙様式第一号の二（少額短期保険業者にあっては、別紙様式第一号の六）により監査報告を作成しなければならない。

Article 27-3 A company auditor of a company with financial auditors must, upon receipt of the accounting documents and accounting audit report (or accounting documents only, in the cases provided in Article 27-6, paragraph (3)), prepare an audit report in accordance with Appended Form No. 1-2 (or Appended Form No. 1-6, in the case of a small amount and short term insurer).

（会計監査人設置会社の監査役会の監査報告の内容等）

(Details of Audit Report by Board of Company Auditors of Company with Company Auditors)

第二十七条の四　会計監査人設置会社の監査役会は、前条の規定により監査役が作成した監査報告（以下この条及び第二十九条の四において「監査役監査報告」という。）に基づき、別紙様式第一号の三（少額短期保険業者にあっては、別紙様式第一号の七）により監査役会の監査報告（以下この条及び第二十九条の四において「監査役会監査報告」という。）を作成しなければならない。

Article 27-4 (1) The board of company auditors of a company with financial auditors must prepare the audit report of the board of company auditors (referred to below as the "audit report by board of company auditors" in this Article and Article 29-4) in accordance with Appended Form No. 1-3 (or Appended Form No. 1-7, in the case of a small amount and short term insurer), based on the audit report prepared by the company auditors pursuant to the provisions of the preceding Article (referred to below as the "audit report by company auditors" in this Article and Article 29-4).

２　会計監査人設置会社の監査役会が監査役会監査報告を作成する場合には、監査役会は、一回以上、会議を開催する方法又は情報の送受信により同時に意見の交換をすることができる方法により、監査役会監査報告の内容（監査役会監査報告の内容が監査

役監査報告の内容と異なる場合に付記される各監査役の監査役監査報告の内容を除く。）を審議しなければならない。
(2) When the board of company auditors of a company with financial auditors prepares an audit report by board of company auditors, it must discuss, for one or more occasions, the details of the audit report by board of company auditors (excluding the details of each company auditor's audit report by company auditor to be noted if there is any discrepancy between the details of the audit report by board of company auditors and that of the audit report by company auditors), by holding meetings or by means which allows simultaneous exchange of opinions through transmission of information.

（監査等委員会の監査報告の内容）
(Details of Audit Report by Audit and Supervisory Committee)
第二十七条の四の二　監査等委員会は、計算関係書類及び会計監査報告（第二十七条の六第三項に規定する場合にあっては、計算関係書類）を受領したときは、別紙様式第一号の三の二（少額短期保険業者にあっては、別紙様式第一号の七の二）により監査報告を作成しなければならない。
Article 27-4-2 (1) The audit and supervisory committee must, upon receipt of the financial statements and other related documents and financial audit report (or financial statements and other related documents, in the case provided in Article 27-6, paragraph (3)), prepare an audit report in accordance with Appended Form No. 1-3-2 (or Appended Form No. 1-7-2, in the case of a small amount and short term insurer).
２　前項に規定する監査報告の内容（監査等委員会の監査報告の内容が監査等委員の意見と異なる場合に付記される監査等委員の意見を除く。）は、監査等委員会の決議をもって定めなければならない。
(2) The details of the audit report as provided in the preceding paragraph (excluding opinions of the audit and supervisory committee members to be noted if there is any discrepancy between the details of the audit report by the audit and supervisory committee and the opinions of the audit and supervisory committee members) must be determined by the resolution of the audit and supervisory committee.

（監査委員会の監査報告の内容）
(Details of Audit Report by Audit Committee)
第二十七条の五　監査委員会は、計算関係書類及び会計監査報告（次条第三項に規定する場合にあっては、計算関係書類）を受領したときは、別紙様式第一号の四（少額短期保険業者にあっては、別紙様式第一号の八）により監査報告を作成しなければならない。
Article 27-5 (1) An audit committee must, upon receipt of the accounting documents and accounting audit report (or the accounting documents only, in

the cases provided in paragraph (3) of the following Article), prepare an audit report in accordance with Appended Form No. 1-4 (or Appended Form No. 1-8, in the case of a small amount and short term insurer).

２　前項に規定する監査報告の内容（監査委員会の監査報告の内容が監査委員の意見と異なる場合に付記される監査委員の意見を除く。）は、監査委員会の決議をもって定めなければならない。

(2) The details of the audit report as provided in the preceding paragraph (excluding the opinions of the audit committee members to be noted if there is any discrepancy between the details of the audit report by the audit committee and the opinions of the audit committee members) must be determined by the resolution of the audit committee.

（会計監査報告の通知期限等）

(Time Limit for Notification of Accounting Audit Report)

第二十七条の六　会計監査人は、次の各号に掲げる会計監査報告の区分に応じ、当該各号に定める日までに、特定監査役及び特定取締役に対し、当該会計監査報告の内容を通知しなければならない。

Article 27-6 (1) A financial auditor must, no later than the day specified in any of the following items in accordance with the categories of the accounting audit report as respectively stated in those items, notify the specific company auditors and specific directors of the details of the accounting audit report:

一　各事業年度に係る計算書類及びその附属明細書についての会計監査報告　次に掲げる日のいずれか遅い日

(i) an accounting audit report on financial statements for each business year and their supplementary schedules: whichever of the following dates comes later:

イ　当該計算書類の全部を受領した日から四週間を経過した日

(a) the date when four weeks passes from the date of receipt of all financial statements;

ロ　当該計算書類の附属明細書を受領した日から一週間を経過した日

(b) the date when one week passes from the date of receipt of the supplementary schedules to the financial statements; or

ハ　特定取締役、特定監査役及び会計監査人の間で合意により定めた日があるときは、その日

(c) if there is a date agreed upon among the specific directors, specific company auditors and financial auditors, the date;

二　連結計算書類についての会計監査報告　当該連結計算書類の全部を受領した日から四週間を経過した日（特定取締役、特定監査役及び会計監査人の間で合意により定めた日がある場合にあっては、その日）

(ii) accounting audit report on consolidated financial statements: the date when four weeks passes from the date of receipt of all consolidated financial statements (if there is a date agreed upon among the specific directors, specific company auditors and financial auditors, the date).

２　計算関係書類については、特定監査役及び特定取締役が前項の規定による会計監査報告の内容の通知を受けた日に、会計監査人の監査を受けたものとする。

(2) Accounting documents are deemed to have been audited by the financial auditors on the day when the specific company auditor or specific director receives the notification of the details of the audit report under the preceding paragraph.

３　前項の規定にかかわらず、会計監査人が第一項の規定により通知をすべき日までに同項の規定による会計監査報告の内容の通知をしない場合には、当該通知をすべき日に、計算関係書類については、会計監査人の監査を受けたものとみなす。

(3) Notwithstanding the provisions of the preceding paragraph, if the financial auditor fails to make a notification of the details of the accounting audit report under paragraph (1) no later than the time limit specified in the same paragraph, the accounting documents are deemed to have been audited by the financial auditor on the day when the notification should have been made.

４　第一項及び第二項に規定する「特定取締役」とは、次の各号に掲げる場合の区分に応じ、当該各号に定める者（当該相互会社が会計参与設置会社である場合にあっては、当該各号に定める者及び会計参与）をいう（第二十七条の八において同じ。）。

(4) The term "specific director" as provided in paragraphs (1) and (2) means the persons specified in the following items, in accordance with the categories as respectively stated in those items (if the mutual company is a company with accounting advisors, the persons specified in the respective items, as well as the accounting advisors) (the same applies in Article 27-8):

一　第一項の規定による通知を受ける者を定めた場合　当該通知を受ける者として定められた者

(i) if the recipient of the notification under paragraph (1) is designated: the person designated as the recipient of the notification;

二　前号に掲げる場合以外の場合　監査を受けるべき計算関係書類の作成に関する職務を行った取締役及び執行役

(ii) in cases other than those stated in the preceding paragraph: the director and executive officer who performed the duties of preparation of the accounting documents which require auditing.

５　第一項及び第二項に規定する「特定監査役」とは、次の各号に掲げる相互会社の区分に応じ、当該各号に定める者とする（第二十七条の八において同じ。）。

(5) The term "specific company auditor" as provided in paragraphs (1) and (2) means the persons specified in the following items, in accordance with the categories of mutual companies as respectively stated in those items (the same applies in Article 27-8):

一　監査役設置会社（監査役会設置会社を除く。）　次のイからハまでに掲げる場合の区分に応じ、当該イからハまでに定める者

(i) a company with company auditors (excluding a company with board of company auditors): a person specified in any of (a) through (c) below, in accordance with the categories of the cases as respectively stated in (a) through (c):

イ　二以上の監査役が存する場合において、第一項の規定による会計監査報告の内容の通知を受ける監査役を定めたとき　当該通知を受ける監査役として定められた監査役

(a) if there are two or more company auditors, and when the company auditor who receives the notification of the details of the accounting audit report under paragraph (1) is designated: the company auditor designated to receive the notification;

ロ　二以上の監査役が存する場合において、第一項の規定による会計監査報告の内容の通知を受ける監査役を定めていないとき　すべての監査役

(b) if there are two or more company auditors, and when the company auditor who receives the notification of the details of the accounting audit report under paragraph (1) is not designated: all company auditors;

ハ　イ又はロに掲げる場合以外の場合　監査役

(c) in cases other than those stated in (a) or (b): company auditors;

二　監査役会設置会社　次のイ又はロに掲げる場合の区分に応じ、当該イ又はロに定める者

(ii) a company with board of company auditors: a person specified in (a) or (b) below, in accordance with the categories of the cases as respectively stated in (a) or (b):

イ　監査役会が第一項の規定による会計監査報告の内容の通知を受ける監査役を定めた場合　当該通知を受ける監査役として定められた監査役

(a) if the board of company auditors has designated the company auditor who receives notification of the details of the accounting audit report under paragraph (1): the company auditor designated to receive the notification;

ロ　イに掲げる場合以外の場合　すべての監査役

(b) in cases other than those stated in (a): all company auditors;

三　監査等委員会設置会社　次のイ又はロに掲げる場合の区分に応じ、当該イ又はロに定める者

(iii) a company with audit and supervisory committee: a person specified in (a) or (b) below, in accordance with the categories of the cases as respectively provided in (a) or (b):

イ　監査等委員会が第一項の規定による会計監査報告の内容の通知を受ける監査等委員を定めた場合当該通知を受ける監査等委員として定められた監査等委員

(a) if the audit and supervisory committee has designated the audit and supervisory committee member who receives notification of the details of the financial audit report under paragraph (1): that audit and supervisory committee member designated to receive the notification;

ロ　イに掲げる場合以外の場合　監査等委員のうちいずれかの者
(b) in cases other than those specified in (a): any of the audit and supervisory committee members;
四　指名委員会等設置会社　次のイ又はロに掲げる場合の区分に応じ、当該イ又はロに定める者
(iv) a company with nominating committee, etc.: a person specified in (a) or (b) below, in accordance with the categories of the cases as respectively provided in (a) or (b):
イ　監査委員会が第一項の規定による会計監査報告の内容の通知を受ける監査委員を定めた場合　当該通知を受ける監査委員として定められた監査委員
(a) if the audit committee has designated the audit committee member who receives notification of the details of the accounting audit report under paragraph (1): that audit committee member designated to receive the notification;
ロ　イに掲げる場合以外の場合　監査委員のうちいずれかの者
(b) in cases other than those provided in (a): any of the audit committee members.

（会計監査人の職務の遂行に関する事項）
(Matters Related to Execution of Financial Auditors Duties)
第二十七条の七　会計監査人は、前条第一項の規定による特定監査役に対する会計監査報告の内容の通知に際して、当該会計監査人についての次に掲げる事項（当該事項に係る定めがない場合にあっては、当該事項を定めていない旨）を通知しなければならない。ただし、すべての監査役（監査等委員会設置会社にあっては監査等委員会、指名委員会等設置会社にあっては監査委員会）が既に当該事項を知っている場合は、この限りでない。
Article 27-7 A financial auditor must, upon the notification of the details of the accounting audit report to specific company auditors as under paragraph (1) of the preceding Article, notify the following matters related to the financial auditor (if the provisions related to the matter have not been prescribed, the fact that the matters have not been prescribed); provided, however, that this does not apply to the case where the matter has been already known to all company auditors (or audit and supervisory committee, in the case of a company with audit and supervisory committee; or audit committee, in the case of a company with nominating committee, etc.):
一　独立性に関する事項その他監査に関する法令及び規程の遵守に関する事項
(i) the matters related to impartiality, and any other matters related to compliance with laws and regulations and rules applicable to auditing;
二　監査、監査に準ずる業務及びこれらに関する業務の契約の受任及び継続の方針に関する事項
(ii) the matters related to policies for acceptance and maintenance of contracts

for auditing, services similar to auditing and affairs incidental to auditing; and

三　会計監査人の職務の遂行が適正に行われることを確保するための体制に関するその他の事項

(iii) other matters related to system to ensure that the financial auditor's duties will be executed in an appropriate manner.

（会計監査人設置会社の監査役等の監査報告の通知期限）

(Time Limit for Notification of Audit Report by Company Auditors of Company with Financial Auditors)

第二十七条の八　会計監査人設置会社の特定監査役は、次の各号に掲げる監査報告の区分に応じ、当該各号に定める日までに、特定取締役及び会計監査人に対し、監査報告（監査役会設置会社にあっては、第二十七条の四第一項の規定により作成した監査役会の監査報告に限る。以下この条において同じ。）の内容を通知しなければならない。

Article 27-8 (1) A specific company auditor of a company with financial auditors must, no later than the day specified in any of the following items in accordance with the categories of the audit report as respectively stated in those items, notify the specific directors and financial auditors of the details of the audit report (in cases of a company with board of company auditors, limited to the details of the audit report by the board of company auditors prepared pursuant to the provisions of Article 27-4, paragraph (1); the same applies below in this Article):

一　連結計算書類以外の計算関係書類についての監査報告　次に掲げる日のいずれか遅い日

(i) an audit report on accounting documents other than the consolidated financial statements: whichever of the following dates comes later:

イ　会計監査報告を受領した日（第二十七条の六第三項に規定する場合にあっては、同項の規定により監査を受けたものとみなされた日。次号において同じ。）から一週間を経過した日

(a) the date when one week passes from the date of receipt of the accounting audit report (in the case provided in Article 27-6, paragraph (3), the day when the documents are deemed to have been audited pursuant to the provisions of the same paragraph; the same applies in the following item);

ロ　特定取締役及び特定監査役の間で合意により定めた日があるときは、その日

(b) if there is a date agreed upon between the specific directors and specific company auditors, the date;

二　連結計算書類についての監査報告　会計監査報告を受領した日から一週間を経過した日（特定取締役及び特定監査役の間で合意により定めた日がある場合にあっては、その日）

(ii) audit report on the consolidated financial statements: the date when one week has passed from the date of receipt of the accounting audit report (if there is a date agreed upon among the specific directors and specific company auditors, the date).

２　計算関係書類については、特定取締役及び会計監査人が前項の規定による監査報告の内容の通知を受けた日に、監査役（監査等委員会設置会社にあっては監査等委員会、指名委員会等設置会社にあっては監査委員会）の監査を受けたものとする。

(2) Accounting documents are deemed to have been audited by the company auditors (or the audit and supervisory committee, in the case of a company with audit and supervisory committee; or the audit committee, in the case of a company with nominating committee, etc.) on the day when the specific director and specific company auditor receive the notification of the details of the audit report under the preceding paragraph.

３　前項の規定にかかわらず、特定監査役が第一項の規定により通知をすべき日までに同項の規定による監査報告の内容の通知をしない場合には、当該通知をすべき日に、計算関係書類については、監査役（監査等委員会設置会社にあっては監査等委員会、指名委員会等設置会社にあっては監査委員会）の監査を受けたものとみなす。

(3) Notwithstanding the provisions of the preceding paragraph, if the specific company auditor fails to make a notification of the details of the audit report under paragraph (1) no later than the time limit specified in the same paragraph, the financial documents are deemed to have been audited by the company auditor (or the audit and supervisory committee, in the case of a company with audit and supervisory committee; or the audit committee, in the case of a company with nominating committee, etc.) on the day when the notification should have been made.

第四目　事業報告等の監査
Division 4 Audit of Business Report

（監査役の監査報告の内容）

(Details of Audit Report by Company Auditors)

第二十八条　監査役は、事業報告及びその附属明細書を受領したときは、別紙様式第一号の二（少額短期保険業者にあっては、別紙様式第一号の六）により監査報告を作成しなければならない。

Article 28 A company auditor must, upon receipt of the business report and its supplementary schedules, prepare an audit report in accordance with Appended Form No. 1-2 (or Appended Form No. 1-6, in the case of a small amount and short term insurer)

（監査役会の監査報告の内容等）

(Details of Audit Report by Board of Company Auditors)

第二十八条の二　監査役会は、前条の規定により監査役が作成した監査報告（以下この条において「監査役監査報告」という。）に基づき、別紙様式第一号の三（少額短期

保険業者にあっては、別紙様式第一号の七）により監査役会の監査報告（以下この条において「監査役会監査報告」という。）を作成しなければならない。

Article 28-2 (1) The board of company auditors must prepare the audit report of the board of company auditors (referred to below as the "audit report by board of company auditors" in this Article) in accordance with Appended Form No. 1-3 (or Appended Form No. 1-7, in the case of a small amount and short term insurer), based on the audit report prepared by the company auditors pursuant to the provisions of the preceding Article (referred to below as the "audit report by company auditors" in this Article).

２　監査役会が監査役会監査報告を作成する場合には、監査役会は、一回以上、会議を開催する方法又は情報の送受信により同時に意見の交換をすることができる方法により、監査役会監査報告の内容（監査役会監査報告の内容が監査役監査報告の内容と異なる場合に付記される各監査役の監査役監査報告の内容を除く。）を審議しなければならない。

(2) When the board of company auditors prepares an audit report by board of company auditors, it must discuss, for one or more occasions, the details of the audit report by board of company auditors (excluding the details of each company auditor's audit report by company auditor to be noted if there is any discrepancy between the details of the audit report by board of company auditors and that of the audit report by company auditors), by convocation of meetings or by means which allows simultaneous exchange of opinions through transmission of information.

（監査等委員会の監査報告の内容等）

(Details of Audit Report of Audit and Supervisory Committee)

第二十八条の二の二　監査等委員会は、事業報告及びその附属明細書を受領したときは、別紙様式第一号の三の二（少額短期保険業者にあっては、別紙様式第一号の七の二）により監査報告を作成しなければならない。

Article 28-2-2 (1) The audit and supervisory committee must, upon receipt of the business report and its supplementary schedules, prepare an audit report in accordance with Appended Form No. 1-3-2 (or Appended Form No. 1-7-2, in the case of a small amount and short term insurer).

２　前項に規定する監査報告の内容（監査等委員会の監査報告の内容が監査等委員の意見と異なる場合に付記される監査等委員の意見を除く。）は、監査等委員会の決議をもって定めなければならない。

(2) The details of the audit report as provided in the preceding paragraph (excluding the opinions of the audit and supervisory committee members to be noted if there is any discrepancy between the details of the audit report by the audit and supervisory committee and the opinions of the audit and supervisory committee members) must be determined by the resolution of the audit and supervisory committee.

（監査委員会の監査報告の内容等）

(Details of Audit Report by Audit Committee)

第二十八条の三　監査委員会は、事業報告及びその附属明細書を受領したときは、別紙様式第一号の四（少額短期保険業者にあっては、別紙様式第一号の八）により監査報告を作成しなければならない。

Article 28-3 (1) An audit committee must, upon receipt of the business report and supplementary schedules to it, prepare an audit report in accordance with Appended Form No. 1-4 (or Appended Form No. 1-8, in the case of a small amount and short term insurer).

２　前項に規定する監査報告の内容（監査委員会の監査報告の内容が監査委員の意見と異なる場合に付記される監査委員の意見を除く。）は、監査委員会の決議をもって定めなければならない。

(2) The details of the audit report as provided in the preceding paragraph (excluding the opinions of the audit committee members to be noted if there is any discrepancy between the details of the audit report by the audit committee and the opinions of the audit committee members) must be determined by the resolution of the audit committee.

（監査役監査報告等の通知期限）

(Time Limit for Notification of Accounting Audit Report)

第二十八条の四　特定監査役は、次に掲げる日のいずれか遅い日までに、特定取締役に対して、監査報告（監査役会設置会社にあっては、第二十八条の二第一項の規定により作成した監査役会の監査報告に限る。以下この条において同じ。）の内容を通知しなければならない。

Article 28-4 (1) A specific company auditor must, no later than either of the following dates whichever comes later, notify the specific director of the content of the audit report (in the case of a company with board of company auditors, limited to the audit report of the board of company auditors prepared pursuant to the provisions of Article 28-2, paragraph (1); the same applies below in this Article):

一　事業報告を受領した日から四週間を経過した日

(i) the date when four weeks passes from the date of receipt of the business reports;

二　事業報告の附属明細書を受領した日から一週間を経過した日

(ii) the date when one week passes from the date of receipt of the supplementary schedules to the business report; or

三　特定取締役及び特定監査役の間で合意した日

(iii) a date agreed upon among the specific directors and specific company auditors.

２　事業報告及びその附属明細書については、特定取締役が前項の規定による監査報告

の内容の通知を受けた日に、監査役（監査等委員会設置会社にあっては監査等委員会、指名委員会等設置会社にあっては監査委員会）の監査を受けたものとする。
(2) A business report and its supplementary schedules are deemed to have been audited by the company auditors (or the audit and supervisory committee, in the case of a company with audit and supervisory committee, or the audit committee, in the case of a company with nominating committee, etc.) on the day when the specific director receives the notification of the details of the audit report under the preceding paragraph.
３　前項の規定にかかわらず、特定監査役が第一項の規定により通知をすべき日までに同項の規定による監査報告の内容の通知をしない場合には、当該通知をすべき日に、事業報告及びその附属明細書については、監査役（監査等委員会設置会社にあっては監査等委員会、指名委員会等設置会社にあっては監査委員会）の監査を受けたものとみなす。
(3) Notwithstanding the provisions of the preceding paragraph, if the specific company auditor fails to make a notification of the details of the audit report under paragraph (1) no later than the time limit specified in the same paragraph, the business report and its supplementary schedules are deemed to have been audited by the company auditor (or the audit and supervisory committee, in the case of a company with audit and supervisory committee; or the audit committee, in the case of a company with a nominating committee, etc.) on the day when the notification should have been made.
４　第一項及び第二項に規定する「特定取締役」とは、次の各号に掲げる場合の区分に応じ、当該各号に定める者をいう。
(4) The term "specific director" as provided in paragraphs (1) and (2) means the persons specified in the following items, in accordance with the categories respectively stated in those items:
一　第一項の規定による通知を受ける者を定めた場合　当該通知を受ける者と定められた者
(i) when the recipient of the notification under paragraph (1) is designated: the person designated as recipient of the notification; and
二　前号に掲げる場合以外の場合　事業報告及びその附属明細書の作成に関する職務を行った取締役又は執行役
(ii) in cases other than those stated in the preceding paragraph: the director or executive officer who performed the duties of preparation of the business report and supplementary schedules to it.
５　第一項及び第三項に規定する「特定監査役」とは、次の各号に掲げる相互会社の区分に応じ、当該各号に定める者とする。
(5) The term "specific company auditor" as provided in paragraphs (1) and (3) means the persons stated in the following items, in accordance with the categories of mutual companies as respectively stated in those items:
一　監査役設置会社（監査役会設置会社を除く。）　次のイからハまでに掲げる場合

の区分に応じ、当該イからハまでに定める者
(i) a company with company auditors (excluding a company with board of company auditors): a person specified in any of (a) through (c) below, in accordance with the categories of the cases as respectively stated in (a) through (c):
イ　二以上の監査役が存する場合において、第一項の規定による監査報告の内容の通知をすべき監査役を定めたとき　当該通知をすべき監査役として定められた監査役
(a) if there are two or more company auditors, and when the company auditor who is to notify the details of the audit report under paragraph (1) is designated: the company auditor designated to make the notification;
ロ　二以上の監査役が存する場合において、第一項の規定による監査報告の内容の通知をすべき監査役を定めていないとき　すべての監査役
(b) if there are two or more company auditors, and when the company auditor who is to notify the details of the audit report under paragraph (1) is not designated: all company auditors;
ハ　イ又はロに掲げる場合以外の場合　監査役
(c) in cases other than those stated in (a) or (b): company auditors;
二　監査役会設置会社　次のイ又はロに掲げる場合の区分に応じ、当該イ又はロに定める者
(ii) a company with board of company auditors: a person specified in (a) or (b) below, in accordance with the categories of the cases as respectively stated in (a) or (b):
イ　監査役会が第一項の規定による監査報告の内容の通知をすべき監査役を定めた場合　当該通知をすべき監査役として定められた監査役
(a) if the board of company auditors has designated the company auditor who is to notify the details of the audit report under paragraph (1): the company auditor designated to make the notification;
ロ　イに掲げる場合以外の場合　すべての監査役
(b) in cases other than those stated in (a): all company auditors;
三　監査等委員会設置会社　次のイ又はロに掲げる場合の区分に応じ、当該イ又はロに定める者
(iii) a company with audit and supervisory committee: a person specified in (a) or (b) below, in accordance with the categories of the cases as respectively stated in (a) or (b):
イ　監査等委員会が第一項の規定による監査報告の内容の通知をすべき監査等委員を定めた場合　当該通知をすべき監査等委員として定められた監査等委員
(a) if the audit and supervisory committee has designated the audit and supervisory committee member who is to notify the details of the audit report under paragraph (1): that audit and supervisory committee member designated to receive the notification;

ロ　イに掲げる場合以外の場合　監査等委員のうちいずれかの者

(b) in cases other than those stated in (a): any of the audit and supervisory committee members;

四　指名委員会等設置会社　次のイ又はロに掲げる場合の区分に応じ、当該イ又はロに定める者

(iv) a company with nominating committee, etc.: a person specified in (a) or (b) below, in accordance with the categories of the cases as respectively stated in (a) or (b):

イ　監査委員会が第一項の規定による監査報告の内容の通知をすべき監査委員を定めた場合　当該通知をすべき監査委員として定められた監査委員

(a) if the audit committee has designated the audit committee member who is to notify the details of the audit report under paragraph (1): the audit committee member designated to make the notification;

ロ　イに掲げる場合以外の場合　監査委員のうちいずれかの者

(b) in cases other than those stated in (a): any of the audit committee members.

第五目　計算書類等の提供等
Division 5 Provision of Financial Statements

（計算書類等の提供）

(Provision of Financial Statements)

第二十九条　法第五十四条の五の規定により社員（総代会を設けているときは、総代。以下この条から第二十九条の三までにおいて同じ。）に対して行う提供計算書類（次の各号に掲げる相互会社の区分に応じ、当該各号に定めるものをいう。以下この条において同じ。）の提供に関しては、この条の定めるところによる。

Article 29 (1) The provision of financial statements to be provided (meaning documents as specified in following items in accordance with the categories of mutual companies respectively stated in those items; the same applies below in this Article) to members (or representative members, if the member representatives meeting has been organized; the same applies below on this Article to Article 29-3) pursuant to the provisions of Article 54-5 of the Act is as prescribed in this Article:

一　会計監査人設置会社以外の相互会社　次に掲げるもの

(i) a mutual company which is not a company with financial auditors: the following documents:

イ　計算書類

(a) financial statements;

ロ　計算書類に係る監査役（監査役会設置会社にあっては、監査役会）の監査報告があるときは、当該監査報告（二以上の監査役が存する相互会社（監査役会設置会社を除く。）の各監査役の監査報告の内容（監査報告を作成した日を除く。）

が同一である場合にあっては、一又は二以上の監査役の監査報告）
(b) if an audit report on the financial statements has been prepared by company auditors (or by the board of company auditors, in the case of a company with board of company auditors), the audit report (if a mutual company (excluding a company with board of company auditors) has two or more company auditors and where the substances of the audit report (excluding the date of preparation of the audit report) prepared by each company auditor are identical, the audit reports prepared by the one or more company auditors);
ハ　第二十六条の四第三項の規定により監査を受けたものとみなされたときは、その旨の記載又は記録をした書面又は電磁的記録
(c) when the audit is deemed to have been completed pursuant to the provisions of Article 26-4, paragraph (3), a document or electronic or magnetic record stating or recording that fact;
二　会計監査人設置会社　次に掲げるもの
(ii) a company with financial auditors: the following documents:
イ　計算書類
(a) financial statements;
ロ　計算書類に係る会計監査報告があるときは、当該会計監査報告
(b) if an accounting audit report related to the financial statements has been prepared, the accounting audit report;
ハ　会計監査人が存しないとき（法第五十三条の十二第四項の一時会計監査人の職務を行うべき者が存する場合を除く。）は、会計監査人が存しない旨の記載又は記録をした書面又は電磁的記録
(c) if the company has no financial auditors (excluding the cases where the company has a person who is to temporarily perform the duties of a financial auditor referred to in Article 53-12, paragraph (4) of the Act), a document or electronic or magnetic record stating or recording the fact that the company has no financial auditors;
ニ　第二十七条の六第三項の規定により監査を受けたものとみなされたときは、その旨の記載又は記録をした書面又は電磁的記録
(d) when the audit is deemed to have been completed pursuant to the provisions of Article 27-6, paragraph (3), a document or electronic or magnetic record stating or recording that fact;
ホ　計算書類に係る監査役（監査役会設置会社にあっては監査役会、監査等委員会設置会社にあっては監査等委員会、指名委員会等設置会社にあっては監査委員会）の監査報告があるときは、当該監査報告（二以上の監査役が存する相互会社（監査役会設置会社を除く。）の各監査役の監査報告の内容（監査報告を作成した日を除く。）が同一である場合にあっては、一又は二以上の監査役の監査報告）
(e) if an audit report on the financial statements has been prepared by

company auditors (or by the board of company auditors, in the case of a company with board of company auditors; by the audit and supervisory committee, in the case of a company with audit and supervisory committee; or by the audit committee, in the case of a company with nominating committee, etc.) financial statement, the audit report (if a mutual company (excluding a company with board of company auditors) has two or more company auditors and where the substances of the audit report (excluding the date of preparation of the audit report) prepared by each company auditor are identical, the audit reports prepared by the one or more company auditors); and

ヘ　第二十七条の八第三項の規定により監査を受けたものとみなされたときは、その旨の記載又は記録をした書面又は電磁的記録

(f) if the audit is deemed to have been completed pursuant to the provisions of Article 27-8, paragraph (3), a document or electronic or magnetic record stating or recording that fact.

２　定時社員総会（総代会を設けているときは、定時総代会。以下この条から第二十九条の三までにおいて同じ。）の招集通知（法第四十一条第一項又は第四十九条第一項において準用する会社法第二百九十九条第二項又は第三項（株主総会の招集の通知）の規定による通知をいう。以下この条から第二十九条の三までにおいて同じ。）を次の各号に掲げる方法により行う場合にあっては、提供計算書類は、当該各号に定める方法により提供しなければならない。

(2) When a notice of calling (meaning a notice under Article 299, paragraph (2) or (3) (Notice of Calling of Shareholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) or Article 49, paragraph (1) of the Act; the same applies below in this Article through Article 29-3) of an annual general meeting (or an annual member representatives meeting, if the member representatives meeting has been organized; the same applies below in this Article to Article 29-3) is to be given in accordance with the method stated in any of the following items, the financial statements to be provided must be given by the method as respectively specified in those items:

一　書面の提供　次のイ又はロに掲げる場合の区分に応じ、当該イ又はロに定める方法

(i) provision of written documents: the method as specified in (a) or (b) below, in accordance with the categories of the cases as respectively stated in (a) or (b):

イ　提供計算書類が書面をもって作成されている場合　当該書面に記載された事項を記載した書面の提供

(a) when the financial statements to be provided are prepared in the form of written documents: provision of written documents stating the matters contained in those written documents;

ロ　提供計算書類が電磁的記録をもって作成されている場合　当該電磁的記録に記

録された事項を記載した書面の提供

(b) when the financial statements to be provided are prepared in the form of electronic or magnetic records: provision of written documents stating the matters contained in the electronic or magnetic records;

二　電磁的方法による提供　次のイ又はロに掲げる場合の区分に応じ、当該イ又はロに定める方法

(ii) provision by way of electronic or magnetic means: the method as specified in (a) or (b) below, in accordance with the categories of the cases as respectively stated in (a) or (b):

イ　提供計算書類が書面をもって作成されている場合　当該書面に記載された事項の電磁的方法による提供

(a) when the financial statements to be provided are prepared in the form of written documents: provision of the matters contained in those written documents, by electronic or magnetic means; or

ロ　提供計算書類が電磁的記録をもって作成されている場合　当該電磁的記録に記録された事項の電磁的方法による提供

(b) when the financial statements to be provided are prepared in the form of electronic or magnetic records: provision of the matters contained in the electronic or magnetic records, by electronic or magnetic means.

３　提供計算書類を提供する際には、当該事業年度より前の事業年度に係る貸借対照表、損益計算書又は基金等変動計算書に表示すべき事項（以下この項において「過年度事項」という。）を併せて提供することができる。この場合において、提供計算書類の提供をする時における過年度事項が会計方針の変更その他の正当な理由により当該事業年度より前の事業年度に係る定時社員総会において承認又は報告をしたものと異なるものとなっているときは、修正後の過年度事項を提供することを妨げない。

(3) When providing the financial statements to be provided, the matters to be indicated on the balance sheet, profit and loss statement or statement of changes in funds, etc. related to the business year before the relevant business year (referred to below as "carry-forward items") may also be provided. In this case, if, due to amendment in accounting policies or any other justifiable reason, any of the carry-forward items as of the time of provision of the financial statements to be provided differs from the items approved or reported at the annual general meeting for the business year before the relevant business year, the provision of the carry-forward items so amended is not precluded.

４　提供計算書類に表示すべき事項（基金等変動計算書又は貸借対照表若しくは損益計算書のうち関連する注記に係るものに限る。）に係る情報を、定時社員総会に係る招集通知を発出する時から定時社員総会の日から三月が経過する日までの間、継続して電磁的方法により社員が提供を受けることができる状態に置く措置（第十四条の五第一項第一号ロに掲げる方法のうち、インターネットに接続された自動公衆送信装置を使用する方法によって行われるものに限る。第八項において同じ。）をとる場合にお

ける第二項の規定の適用については、当該事項につき同項各号に掲げる場合の区分に応じ、当該各号に定める方法により社員に対して提供したものとみなす。ただし、この項の措置をとる旨の定款の定めがある場合に限る。

(4) When, for the period between the time of dispatching a notice of calling of the annual general meeting and the day when three months passes from the day of the annual general meeting, the measure (limited to the method specified in Article 14-5, paragraph (1), item (i), (b), which is to be implemented by the use of automatic public transmission server connected to the internet; the same applies in paragraph (8)) is implemented so as to keep members accessible to information related to the matters to be included in the relevant financial statements to be provided (limited to the matters related to the relevant notes to the statement of changes in funds, etc., the balance sheet or profit and loss statement) by electronic or magnetic means, the matters are deemed to have been provided to the members by the method specified in paragraph (2) in accordance with the categories of the cases as respectively stated in the item of the same paragraph, for the purpose of application of provisions of paragraph (2); provided, however, that this is limited to the case where it is provided for in the articles of incorporation that the measure referred to in this paragraph is implemented.

５　前項の場合には、取締役は、同項の措置をとるために使用する自動公衆送信装置のうち当該措置をとるための用に供する部分をインターネットにおいて識別するための文字、記号その他の符号又はこれらの結合であって、情報の提供を受ける者がその使用に係る電子計算機に入力することによって当該情報の内容を閲覧し、当該電子計算機に備えられたファイルに当該情報を記録することができるものを社員に対して通知しなければならない。

(5) In the case referred to in the preceding paragraph, the director must notify the members of the characters, numbers, marks or any other types of symbols or their combination created for the online identification of the portion of the automatic public transmission server assigned for implementing the measure referred to in the same paragraph, which enables the information recipients to browse the details of information by inputting it into the computers they use and to record the information into the file stored on the computers.

６　第四項の規定により計算書類に表示した事項の一部が社員に対して第二項各号に定める方法により提供したものとみなされる場合において、監査役、会計監査人、監査等委員会又は監査委員会が、現に社員に対して提供された計算書類が監査報告又は会計監査報告を作成するに際して監査をした計算書類の一部であることを社員に対して通知すべき旨を取締役に請求したときは、取締役は、その旨を社員に対して通知しなければならない。

(6) When, pursuant to the provisions of paragraph (4), any part of the matters indicated on the financial statements are deemed to have been provided to members by the methods specified in the items of paragraph (2), and where the

company auditor, financial auditor, audit and supervisory committee, or audit committee requests that the director is to notify the members of the fact that the financial statements actually provided to the members comprise a part of the financial statements audited for the preparation of the audit report or accounting audit report, the director must notify the members of that fact.

７　取締役は、計算書類の内容とすべき事項について、定時社員総会の招集通知を発出した日から定時社員総会の前日までの間に修正をすべき事情が生じた場合における修正後の事項を社員に周知させる方法を、当該招集通知と併せて通知することができる。

(7) A director may, in addition to the notice of calling of the annual general meeting, notify the methods to inform the members of the matters after the amendment if any event occurs which requires amendment to the matters to be stated in the financial statements within the period between the day of dispatching the notice of calling of the annual general meeting and the day immediately before the date of the annual general meeting.

８　第四項の規定は、提供計算書類に表示すべき事項のうち基金等変動計算書又は貸借対照表若しくは損益計算書のうち関連する注記に係るもの以外のものに係る情報についても、電磁的方法により社員が提供を受けることができる状態に置く措置をとることを妨げるものではない。

(8) The provisions of paragraph (4) do not preclude taking measures to keep members able to access the information related to, of the matters to be indicated in the financial statements to be provided, those other than the matters related to the relevant notes to the statement of changes in funds, etc., the balance sheet or profit and loss statement, by electronic or magnetic means.

（事業報告等の社員への提供）

(Provision of Business Reports to Members)

第二十九条の二　法第五十四条の五の規定により社員に対して行う提供事業報告（次に掲げるものをいう。以下この条において同じ。）の提供に関しては、この条の定めるところによる。

Article 29-2 (1) The provision of business reports to be provided (meaning the documents as specified in the following items; the same applies below in this Article) to members pursuant to the provisions of Article 54-5 of the Act is as prescribed in this Article:

一　事業報告

(i) business report;

二　事業報告に係る監査役（監査役会設置会社にあっては監査役会、監査等委員会設置会社にあっては監査等委員会、指名委員会等設置会社にあっては監査委員会）の監査報告があるときは、当該監査報告（二以上の監査役が存する相互会社（監査役会設置会社を除く。）の各監査役の監査報告の内容（監査報告を作成した日を除く。）が同一である場合にあっては、一又は二以上の監査役の監査報告）

(ii) if an audit report on the business report has been prepared by company auditors (or by the board of company auditors, in the case of a company with board of company auditors; by the audit and supervisory committee, in the case of a company with audit and supervisory committee; or by the audit committee, in the case of a company with nominating committee, etc.), the audit report (if a mutual company (excluding a company with board of company auditors) has two or more company auditors and the substances of the audit report (excluding the date of preparation of the audit report) prepared by each company auditor are identical, the audit reports prepared by the one or more company auditors);

三　第二十八条の四第三項の規定により監査を受けたものとみなされたときは、その旨を記載又は記録をした書面又は電磁的記録

(iii) if the audit is deemed to have been completed pursuant to the provisions of Article 28-4, paragraph (3), a document or electronic or magnetic record stating or recording that fact.

２　定時社員総会の招集通知を次の各号に掲げる方法により行う場合には、提供事業報告は、当該各号に定める方法により提供しなければならない。

(2) When the notice of calling of the annual general meeting is to be given by the method stated in the following items, the business reports to be provided must be provided by the method respectively specified in those items:

一　書面の提供　次のイ又はロに掲げる場合の区分に応じ、当該イ又はロに定める方法

(i) provision of written documents: the method specified in (a) or (b) below, in accordance with the categories of the cases as respectively stated in (a) or (b):

イ　提供事業報告が書面をもって作成されている場合　当該書面に記載された事項を記載した書面の提供

(a) when the business reports to be provided are prepared in the form of written documents: provision of written documents stating the matters contained in those written documents; or

ロ　提供事業報告が電磁的記録をもって作成されている場合　当該電磁的記録に記録された事項を記載した書面の提供

(b) when the business reports to be provided are prepared in the form of electronic or magnetic records: provision of written documents stating the matters contained in the electronic or magnetic records;

二　電磁的方法による提供　次のイ又はロに掲げる場合の区分に応じ、当該イ又はロに定める方法

(ii) provision by electronic or magnetic means: the method as specified in (a) or (b) below, in accordance with the categories of the cases as respectively stated in (a) or (b):

イ　提供事業報告が書面をもって作成されている場合　当該書面に記載された事項の電磁的方法による提供

(a) when the business reports to be provided are prepared in the form of written documents: provision of the matters contained in those written documents, by electronic or magnetic means; or

ロ　提供事業報告が電磁的記録をもって作成されている場合　当該電磁的記録に記録された事項の電磁的方法による提供

(b) when the business reports to be provided are prepared in the form of electronic or magnetic records: provision of the matters contained in the electronic or magnetic records, by electronic or magnetic means.

３　事業報告に表示すべき事項（次に掲げるものを除く。）に係る情報を、定時社員総会に係る招集通知を発出する時から定時社員総会の日から三月が経過する日までの間、継続して電磁的方法により社員が提供を受けることができる状態に置く措置（第十四条の五第一項第一号ロに掲げる方法のうち、インターネットに接続された自動公衆送信装置を使用する方法によって行われるものに限る。第七項において同じ。）をとる場合における前項の規定の適用については、当該事項につき同項各号に掲げる場合の区分に応じ、当該各号に定める方法により社員に対して提供したものとみなす。ただし、この項の措置をとる旨の定款の定めがある場合に限る。

(3) When, for the period between the time of dispatching a notice of calling of the annual general meeting and the day when three months passes from the day of the annual general meeting, the measure (limited to the method specified in Article 14-5, paragraph (1), item (i), (b), which is to be implemented by the use of automatic public transmission server connected to the internet; the same applies in paragraph (7)) is implemented so as to keep members accessible to information related to the matters to be contained in the relevant business report (excluding the following matters) by electronic or magnetic means, the matters are deemed to have been provided to the members by the method specified in the same paragraph in accordance with the categories of the cases as respectively stated in the items, for the purpose of application of provisions of the preceding paragraph; provided, however, that this is limited to the case where it is provided for in the articles of incorporation that the measures as referred to in this paragraph are implemented:

一　事業の経過及びその成果等

(i) the progress, outcomes, etc., of business;

二　資金調達の状況

(ii) status of fund procurement;

三　設備投資の状況

(iii) status of capital investment;

四　重要な子会社等の状況

(iv) status of major subsidiary companies, etc.;

五　事業の譲渡・譲受け等の状況

(v) status of transfer and acquisition, etc. of business;

六　対処すべき課題

(vi) issues to be handled;

七　会社役員（当該相互会社の取締役、会計参与、監査役及び執行役をいう。次号において同じ。）の状況

(vii) status of company officers (meaning directors, accounting advisors, company auditors and executive officers of the mutual company; the same applies in the following item);

八　会社役員に対する報酬等

(viii) remuneration, etc. payable to company officers;

八の二　補償契約（法第五十三条の三十八において読み替えて準用する会社法第四百三十条の二第一項（補償契約）に規定する補償契約をいう。）に関する事項

(viii)-2 the matters related to an indemnity agreement (meaning an indemnity agreement prescribed in Article 430-2, paragraph (1) (Indemnity Agreements) of the Companies Act, as applied mutatis mutandis pursuant to Article 53-38 of the Act following the deemed replacement of terms);

八の三　役員等賠償責任保険契約（法第五十三条の三十八において読み替えて準用する会社法第四百三十条の三第一項（役員等のために締結される保険契約）に規定する役員等賠償責任保険契約をいう。）に関する事項

(viii)-3 the matters related to an officers, etc. indemnification insurance policy (meaning an officers, etc. indemnification insurance policy as provided in Article 430-3, paragraph (1) (Insurance Policies Concluded for the Benefit of Officers) of the Companies Act, as applied mutatis mutandis pursuant to Article 53-38 of the Act following the deemed replacement of terms); and

九　事業報告に表示すべき事項（前各号に掲げるものを除く。）につきこの項の措置をとることについて監査役、監査等委員会又は監査委員会が異議を述べている場合における当該事項

(ix) if the company auditor, audit and supervisory committee or audit committee has raised any objection as to the implementation of the measures referred to in this paragraph in relation to any of the matters to be stated in the business report (excluding the matters stated in the preceding items), that matter.

４　前項の場合には、取締役は、同項の措置をとるために使用する自動公衆送信装置のうち当該措置をとるための用に供する部分をインターネットにおいて識別するための文字、記号その他の符号又はこれらの結合であって、情報の提供を受ける者がその使用に係る電子計算機に入力することによって当該情報の内容を閲覧し、当該電子計算機に備えられたファイルに当該情報を記録することができるものを社員に対して通知しなければならない。

(4) In the case referred to in the preceding paragraph, the director must inform the members of the characters, numbers, marks or any other types of symbols or their combination created for the online identification of the portion of the automatic public transmission server assigned for implementing the measure referred to in the same paragraph, which enables information recipients to browse the details of information by inputting it into the computers they use

and to record the information into the file stored on the computers.

5　第三項の規定により事業報告に表示した事項の一部が社員に対して第二項各号に定める方法により提供したものとみなされた場合において、監査役、監査等委員会又は監査委員会が、現に社員に対して提供される事業報告が監査報告を作成するに際して監査をした事業報告の一部であることを社員に対して通知すべき旨を取締役に請求したときは、取締役は、その旨を社員に対して通知しなければならない。

(5) If, pursuant to the provisions of paragraph (3), any part of the matters indicated on the business report are deemed to have been provided to members by the methods specified in the items of paragraph (2), and where the company auditor, audit and supervisory committee or financial auditor requests that the director is to notify the members of the fact that the business report actually provided to the members comprise a part of the business report audited for the preparation of the audit report or accounting audit report, the director must notify the members of that fact.

6　取締役は、事業報告の内容とすべき事項について、定時社員総会の招集通知を発出した日から定時社員総会の前日までの間に修正をすべき事情が生じた場合における修正後の事項を社員に周知させる方法を、当該招集通知と併せて通知することができる。

(6) A director may, in addition to the notice of calling of the annual general meeting, notify the methods to inform the members of the matters after the amendment if any event occurs which requires amendment to the matters to be stated in the business report within the period between the day of dispatching notice of calling of the annual general meeting and the day immediately before the date of the annual general meeting.

7　第三項の規定は、同項各号に掲げる事項に係る情報についても、電磁的方法により社員が提供を受けることができる状態に置く措置をとることを妨げるものではない。

(7) The provisions of paragraph (3) do not preclude taking measures to keep members able to access the information related to the matters stated in each item of the same paragraph by electronic or magnetic means.

（連結計算書類の提供）

(Provision of Consolidated Financial Statements)

第二十九条の三　法第五十四条の十第六項において読み替えて準用する法第五十四条の五の規定により社員に対して連結計算書類の提供をする場合において、定時社員総会の招集通知を次の各号に掲げる方法により行うときは、連結計算書類は、当該各号に定める方法により提供しなければならない。

Article 29-3 (1) When the consolidated financial statements are to be provided to members pursuant to the provisions of Article 54-5 of the Act as applied mutatis mutandis pursuant to Article 54-10, paragraph (6) of the Act following the deemed replacement of terms, and where the notice of calling of the annual general meeting is to be given by the method stated in the following items, the consolidated financial statements must be provided in accordance with the

method as respectively stated in the relevant item:
一　書面の提供　次のイ又はロに掲げる場合の区分に応じ、当該イ又はロに定める方法
(i) provision of written documents: the method as specified in (a) or (b) below, in accordance with the categories of the cases as respectively stated in (a) or (b):
イ　連結計算書類が書面をもって作成されている場合　当該書面に記載された事項を記載した書面の提供
(a) when the consolidated financial statements are prepared in the form of written documents: provision of written documents stating the matters contained in those written documents; or
ロ　連結計算書類が電磁的記録をもって作成されている場合　当該電磁的記録に記録された事項を記載した書面の提供
(b) when the consolidated financial statements are prepared in the form of electronic or magnetic records: provision of written documents stating the matters contained in the electronic or magnetic records;
二　電磁的方法による提供　次のイ又はロに掲げる場合の区分に応じ、当該イ又はロに定める方法
(ii) provision by electronic or magnetic means: the method as specified in (a) or (b) below, in accordance with the categories of the cases respectively stated in (a) or (b):
イ　連結計算書類が書面をもって作成されている場合　当該書面に記載された事項の電磁的方法による提供
(a) when the consolidated financial statements are prepared in the form of written documents: provision of the matters contained in those written documents, by electronic or magnetic means; or
ロ　連結計算書類が電磁的記録をもって作成されている場合　当該電磁的記録に記録された事項の電磁的方法による提供
(b) when the consolidated financial statements are prepared in the form of electronic or magnetic records: provision of the matters contained in the electronic or magnetic records, by electronic or magnetic means.
２　前項の連結計算書類に係る会計監査報告又は監査報告がある場合において、当該会計監査報告又は監査報告の内容をも社員に対して提供することを定めたときにおける同項の規定の適用については、同項第一号イ及びロ並びに第二号イ及びロ中「連結計算書類」とあるのは、「連結計算書類（当該連結計算書類に係る会計監査報告又は監査報告を含む。）」とする。
(2) In applying the preceding paragraph if an accounting audit report or audit report related to the consolidated financial statements referred to in the same paragraph has been prepared and where it is prescribed that the details of the accounting audit report or audit report are also provided to the members, the term "consolidated financial statements" in item (i), (a) and (b), and item (ii),

(a) and (b) of the same paragraph is deemed to be replaced with "consolidated financial statements (including accounting audit report or audit report related to the consolidated financial statements)".

３　電子提供措置（法第四十一条第一項又は第四十九条第一項において準用する会社法第三百二十五条の二（電子提供措置をとる旨の定款の定め）に規定する電子提供措置をいう。以下この項において同じ。）をとる旨の定款の定めがある場合において、第一項の連結計算書類に係る会計監査報告又は監査報告があり、かつ、その内容をも社員に対して提供することを定めたときは、前二項の規定による提供に代えて当該会計監査報告又は監査報告に記載され、又は記録された事項に係る情報について電子提供措置をとることができる。

(3) When the articles of incorporation provide that measures for electronic provision (meaning the measures for electronic provision provided in Article 325-2 (Provisions in the Articles of Incorporation to the Effect that Measures for Electronic Provision Will be Taken) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) or Article 49, paragraph (1) of the Act; the same applies below in this paragraph), and if there is a financial audit report or an audit report concerning the consolidated financial statements referred to in paragraph (1), and if it is prescribed that its details are also to be provided to members, measures for electronic provision may be taken with respect to the information concerning the matters stated or recorded in the accounting audit report or audit report, in lieu of the provision under the preceding two paragraphs.

４　連結計算書類を提供する際には、当該連結会計年度より前の連結会計年度に係る連結貸借対照表、連結損益計算書又は連結基金等変動計算書に表示すべき事項（以下この項において「過年度事項」という。）を併せて提供することができる。この場合において、連結計算書類の提供をする時における過年度事項が会計方針の変更その他の正当な理由により当該連結会計年度より前の連結会計年度に相当する事業年度に係る定時社員総会において報告をしたものと異なるものとなっているときは、修正後の過年度事項を提供することを妨げない。

(4) When providing the consolidated financial statements, the matters to be indicated on the consolidated balance sheet, consolidated profit and loss statement or consolidated statement of changes in funds, etc. for the consolidated business year before the relevant consolidated business year (referred to below as the "carry-forward items") may also be provided. In this case, if, due to amendment in accounting policies or any other justifiable reason, any of the carry-forward items as of the time of provision of the consolidated financial statements differs from the items approved or reported at the annual general meeting for the consolidated business year before the relevant consolidated business year, the provision of the carry-forward items so amended is not precluded.

５　連結計算書類（第二項に規定する場合にあっては、当該連結計算書類に係る会計監

査報告又は監査報告を含む。）に表示すべき事項に係る情報を、定時社員総会に係る招集通知を発出する時から定時社員総会の日から三月が経過する日までの間、継続して電磁的方法により社員が提供を受けることができる状態に置く措置（第十四条の五第一項第一号ロに掲げる方法のうち、インターネットに接続された自動公衆送信装置を使用する方法によって行われるものに限る。）をとる場合における第一項の規定の適用については、当該事項につき同項各号に掲げる場合の区分に応じ、当該各号に定める方法により社員に対して提供したものとみなす。ただし、この項の措置をとる旨の定款の定めがある場合に限る。

(5) When, for the period between the time of dispatching a notice of calling of the annual general meeting and the day when three months passes from the day of the annual general meeting, the measure (limited to the method specified in Article 14-5, paragraph (1), item (i), (b), which is to be implemented by the use of automatic public transmission server connected to the internet) is implemented so as to keep members accessible to information related to the matters to be included in the relevant consolidated financial statements (including the accounting audit report and audit report related to the consolidated financial statements, in the cases provided in paragraph (2)) by electronic or magnetic means, these matters are deemed to have been provided to the members by the method specified in paragraph (1) in accordance with the categories of the cases respectively stated in the items of the same paragraph, for the purpose of application of provisions of the same paragraph; provided, however, that this is limited to the case where it is provided for in the articles of incorporation that the measure referred to in this paragraph is implemented.

６　前項の場合には、取締役は、同項の措置をとるために使用する自動公衆送信装置のうち当該措置をとるための用に供する部分をインターネットにおいて識別するための文字、記号その他の符号又はこれらの結合であって、情報の提供を受ける者がその使用に係る電子計算機に入力することによって当該情報の内容を閲覧し、当該電子計算機に備えられたファイルに当該情報を記録することができるものを社員に対して通知しなければならない。

(6) In the case referred to in the preceding paragraph, the director must notify the members of the characters, numbers, marks or any other types of symbols or their combination created for the online identification of the portion of the automatic public transmission server assigned for implementing the measure referred to in the same paragraph, which enables the information recipients to browse the details of information by inputting it into the computers they use and to record the information into the file stored on the computers.

７　第五項の規定により連結計算書類に表示した事項の一部が社員に対して第一項各号に定める方法により提供したものとみなされた場合において、監査役、会計監査人、監査等委員会又は監査委員会が、現に社員に対して提供された連結計算書類が監査報告又は会計監査報告を作成するに際して監査をした連結計算書類の一部であることを

社員に対して通知すべき旨を取締役に請求したときは、取締役は、その旨を社員に対して通知しなければならない。

(7) When, pursuant to the provisions of paragraph (5), any part of the matters indicated on the consolidated financial statements are deemed to have been provided to members by the methods specified in the items of paragraph (1), and the company auditor, financial auditor, audit and supervisory committee or audit committee requests that the director is to notify the members of the fact that the consolidated financial statements actually provided to the members comprise a part of the consolidated financial statements audited for the preparation of the audit report or accounting audit report, the director must notify the members of that fact.

８　取締役は、連結計算書類の内容とすべき事項について、定時社員総会の招集通知を発出した日から定時社員総会の前日までの間に修正をすべき事情が生じた場合における修正後の事項を社員に周知させる方法を、当該招集通知と併せて通知することができる。

(8) A director may, in addition to the notice of calling of the annual general meeting, notify the methods to inform the members of the matters after the amendment if any event occurs which requires amendment to the matters to be stated in the consolidated financial statements within the period between the day of dispatching notice of calling of the annual general meeting and the day immediately before the date of the annual general meeting.

（計算書類等の承認の特則に関する要件）

(Requirements for Application of Special Provisions for Approval of Financial Statements)

第二十九条の四　法第五十四条の六第四項に規定する内閣府令で定める要件は、次の各号（監査役設置会社であって監査役会設置会社でない相互会社にあっては、第三号を除く。）のいずれにも該当することとする。

Article 29-4 The requirement to be specified by Cabinet Office Order, as provided in Article 54-6, paragraph (4) of the Act, is to fall under all of the following items (excluding item (iii), in the case of a mutual company which is a company with company auditors but is not a company with board of company auditors):

一　法第五十四条の六第四項に規定する計算書類についての会計監査報告の内容に無限定適正意見（監査の対象となった計算書類が一般に公正妥当と認められる企業会計の慣行に準拠して、当該計算書類に係る期間の財産及び損益の状況をすべての重要な点において適正に表示していると認められる旨の意見をいう。）が含まれていること。

(i) that the accounting audit report for the financial statements as provided in Article 54-6, paragraph (4) of the Act contains an unqualified opinion (meaning an opinion to the effect that the audited financial statements are found to adequately reflect any and all material aspects regarding the status of properties and profits and losses for the period covered by the financial statements, in terms of the corporate accounting criteria that are generally accepted as fair and appropriate);

二　前号の会計監査報告に係る監査役、監査役会、監査等委員会又は監査委員会の監査報告（監査役会設置会社にあっては、監査役会監査報告に限る。）の内容として会計監査人の監査の方法又は結果を相当でないと認める意見がないこと。

(ii) that no opinion finding the methods and results of the audits performed by the financial auditor to be inappropriate is contained in the audit report (in the case of a company with board of company auditors, limited to an audit report prepared by the board of company auditors) of company auditors, board of company auditors, audit and supervisory committee or audit committee related to the accounting audit report referred to in the preceding item;

三　第一号の会計監査報告に係る監査役会、監査等委員会又は監査委員会の監査報告に付記された内容（監査役会監査報告の内容が各監査役の監査役監査報告の内容と異なる場合に付記される当該監査役監査報告の内容、監査等委員会の監査報告の内容が監査等委員の意見と異なる場合に付記される当該監査等委員の意見又は監査委員会の監査報告の内容が監査委員の意見と異なる場合に付記される当該監査委員の意見をいう。）が前号の意見でないこと。

(iii) that the details noted in the audit report of board of company auditors, audit and supervisory committee or audit committee, which relates to the accounting audit report as referred to in item (i) (meaning, the details of audit report by company auditors which is to be noted when the details of the audit report by board of company auditors differ from the details of the audit report by company auditors by each company auditor; an opinion of an audit and supervisory committee member to be noted when the details of the audit report by the audit and supervisory committee differ from the opinion of audit and supervisory committee members, or an opinion of an audit committee member to be noted when the details of the audit report of the auditing committee differ from the opinion of the audit committee member) is not the opinion as referred to in the preceding item;

四　法第五十四条の六第四項に規定する計算書類が第二十七条の八第三項の規定により監査を受けたものとみなされたものでないこと。

(iv) that the financial statements as provided in Article 54-6, paragraph (4) of the Act are not deemed to have been audited pursuant to the provisions of Article 27-8, paragraph (3) of the Act.

（計算書類の公告）

(Public Notice of Financial Statements)

第二十九条の五　相互会社が法第五十四条の七第一項の規定による公告（同条第三項の

規定による措置を含む。以下この項において同じ。）をする場合には、次に掲げる事項を当該公告において明らかにしなければならない。この場合において、第一号から第六号までに掲げる事項は、当該事業年度に係る注記に限るものとする。
Article 29-5 (1) If a mutual company gives a public notice under Article 54-7, paragraph (1) of the Act (including the measures under paragraph (3) of the same Article; the same applies below in this paragraph), it must clearly indicate the following matters in the public notice. In this case, the matters stated in items (i) through (vi) are limited to the notes for the relevant business year:

一　継続企業の前提に関する注記

(i) notes on going concern assumption;

二　重要な会計方針に係る事項に関する注記

(ii) notes on significant account policies;

三　貸借対照表に関する注記

(iii) notes on balance sheet;

四　税効果会計に関する注記

(iv) notes on tax effect accounting;

五　関連当事者との取引に関する注記

(v) notes on transactions with related parties;

六　重要な後発事象に関する注記

(vi) notes on significant post-balance sheet events; and

七　当期純剰余金額又は当期純損失金額

(vii) the amount of net surplus or net loss for the period.

２　相互会社が法第五十四条の七第一項の規定により損益計算書の公告をする場合における前項の規定の適用については、同項中「次に」とあるのは、「第一号から第六号までに」とする。

(2) For the purpose of application of the preceding paragraph when a mutual company gives a public notice of its profit and loss statement pursuant to the provisions of Article 54-7, paragraph (1) of the Act, the term "following" in the same paragraph is deemed to be replaced with "items (i) through (vi)".

３　前項の規定は、相互会社が損益計算書の内容である情報について法第五十四条の七第三項に規定する措置をとる場合について準用する。

(3) The provisions of the preceding paragraph apply mutatis mutandis to the case where a mutual company implements a measure provided in Article 54-7, paragraph (3) of the Act, in relation to information contained in the profit and loss statement.

４　第一項第五号に規定する「関連当事者」とは、次に掲げる者をいう。

(4) The term "related parties" as provided in paragraph (1), item (v) means the following parties:

一　当該相互会社の実質子会社

(i) a substantial subsidiary company of the mutual company;

二　当該相互会社のその他の関係会社（当該相互会社が他の会社の関連会社である場合における当該他の会社をいう。以下この号において同じ。）並びに当該その他の関係会社の親会社（当該その他の関係会社が株式会社でない場合にあっては、親会社に相当するもの）及び子会社（会社法第二条第三号に規定する子会社をいう。以下この項において同じ。）（当該その他の関係会社が会社でない場合にあっては、子会社に相当するもの）

(ii) the mutual company's other related company (the term "other related company" means the other company, if the mutual company is the affiliated company of the other company; the same applies below in this item); and the parent company (if the other related company is not a stock company, meaning the entity which is equivalent to the parent company) and subsidiary company (meaning a subsidiary company as provided in Article 2, item (iii) of the Companies Act; the same applies below in this paragraph; and if the other related company is not a company, the entity which is equivalent to the subsidiary company) of the other related company;

三　当該相互会社の関連会社及び当該関連会社の子会社（当該関連会社が会社でない場合にあっては、子会社に相当するもの）

(iii) an affiliated company of the mutual company, and a subsidiary company of the affiliated company (if the affiliated company is not a company, the entity which is equivalent to the subsidiary company);

四　当該相互会社の役員及びその近親者

(iv) officers of the mutual company, and their close relatives;

五　前号に掲げる者が他の会社等の議決権の過半数を自己の計算において所有している場合における当該会社等及び当該会社等の子会社（当該会社等が会社でない場合にあっては、子会社に相当するもの）

(v) the other company, etc. and its subsidiary company, etc. (if the other company, etc. is not a company, the entity which is equivalent to the subsidiary company), if the person stated in the preceding item, on the person's own account, owns the majority of voting rights in the other company, etc.; and

六　従業員のための企業年金（当該相互会社と重要な取引（掛金の拠出を除く。）を行う場合に限る。）

(vi) corporate pension for employees (limited to the case where an important transaction (excluding payment of pension premiums) with the mutual company is to be implemented).

（計算書類の要旨の公告）

(Public Notice of Summary of Financial Statements)

第二十九条の六　法第五十四条の七第二項の規定により貸借対照表の要旨及び損益計算書の要旨を公告する場合における貸借対照表の要旨又は損益計算書の要旨は、別紙様式第三号（少額短期保険業者にあっては別紙様式第三号の三、特定取引勘定設置会社

にあっては別紙様式第三号の二）により作成しなければならない。
Article 29-6 When, pursuant to the provisions of Article 54-7, paragraph (2) of the Act, the public notice of summary of the balance sheet and summary of profit and loss statement is to be given, the summary of the balance sheet and the summary of the profit and loss statement must be prepared in accordance with Appended Form No. 3 (or Appended Form No. 3-3, in the case of a small amount and short term insurer; or Appended Form No. 3-2, in the case of a company with specified transaction account).

（貸借対照表等の電磁的方法による公開の方法）
(Method of Disclosure of Balance Sheet by Electronic or Magnetic Means)
第二十九条の七　法第五十四条の七第三項の規定による措置は、第十四条の五第一項第一号ロに掲げる方法のうち、インターネットに接続された自動公衆送信装置を使用する方法によって行わなければならない。
Article 29-7 The measure under Article 54-7, paragraph (3) of the Act must be implemented in accordance with the method stated in Article 14-5, paragraph (1), item (i), (b) using the automatic public transmission server connected to the Internet.

（不適正意見がある場合等における公告事項）
(Matters Subject to Public Notice in Cases of Adverse Opinions and Other Cases)
第二十九条の八　次の各号のいずれかに該当する場合において、会計監査人設置会社が法第五十四条の七第一項又は第二項の規定による公告（同条第三項に規定する措置を含む。以下この条において同じ。）をするときは、当該各号に定める事項を当該公告において明らかにしなければならない。
Article 29-8 If any of the following items applies, and where a company with accounting auditors gives public notice pursuant to the provisions of Article 54-7, paragraph (1) or (2) of the Act (including the implementation of the measure provided in paragraph (3) of the same Article; the same applies below in this Article), the matters respectively specified in the relevant items must be clearly indicated in the public notice:
一　会計監査人が存しない場合（法第五十三条の十二第四項の一時会計監査人の職務を行うべき者が存する場合を除く。）　会計監査人が存しない旨
(i) when the company has no financial auditors (excluding the cases where the company has a person who is temporarily to perform the duties of a financial auditor as referred to in Article 53-12, paragraph (4) of the Act): the fact that the company has no financial auditors;
二　第二十七条の六第三項の規定により監査を受けたものとみなされた場合　その旨
(ii) when the audit is deemed to have been completed pursuant to the provisions of Article 27-6, paragraph (3): that fact;

三　当該公告に係る計算書類についての会計監査報告に不適正意見（監査の対象となった計算関係書類が不適正である旨の意見及びその理由をいう。）がある場合　その旨

(iii) when the accounting audit report for the financial statements related to the public notice contains any adverse opinions (meaning the opinion to the effect that the audited accounting documents, etc. are inadequate, and the reason therefor): that fact;

四　当該公告に係る計算書類についての会計監査報告に当該計算書類が当該相互会社の財産及び損益の状況をすべての重要な点において適正に表示しているかどうかについての意見がない場合　その旨

(iv) when the accounting audit report for the financial statements related to the public notice lacks any opinion as to whether the audited financial statements are found to adequately present, in all material respects, the status of properties, and profits and losses of the mutual company.

第六目　基金利息の支払、基金の償却及び剰余金の分配
Division 6 Payment of Interest from Fund, Depreciation of Funds, and Distribution of Surplus

（基金利息の支払等における控除額）

(Deductions in Relation to Payment of Interest from Fund)

第三十条　法第五十五条第一項第三号に規定する内閣府令で定める額は、最終事業年度の末日における貸借対照表に計上した次に掲げる額とする。

Article 30 (1) The amount to be specified by Cabinet Office Order, as provided in Article 55, paragraph (1), item (iii) of the Act, is the following amounts recorded on the balance sheet as of the last day of the most recent business year:

一　基金申込証拠金の科目に計上した額

(i) the amount recorded in the item of application money for funds;

二　再評価積立金の科目に計上した額

(ii) the amount recorded in the item of reassessment reserve;

三　その他有価証券評価差額金（純資産の部に計上されるその他有価証券の評価差額をいう。以下同じ。）の科目に計上した額（零以上である場合に限る。）

(iii) the amount recorded in the item of valuation difference on available-for-sale securities (meaning the valuation difference on available-for-sale securities recorded in the section of net assets; the same applies below) (limited to the case where the amount is not less than zero);

四　繰延ヘッジ損益（ヘッジ対象に係る損益が認識されるまで繰り延べられるヘッジ手段に係る損益又は時価評価差額をいう。以下同じ。）の科目に計上した額

(iv) the amount recorded in the item of deferred gain or loss on hedges (meaning gains or losses or market value valuation differences on hedging instruments that are deferred until the gains or losses on hedged items are recognized; the same applies below);

五　土地再評価差額金（土地の再評価に関する法律（平成十年法律第三十四号）第七条第二項に規定する再評価差額金をいう。次項第六号において同じ。）の科目に計上した額（零以上である場合に限る。）

(v) the amount recorded in the item of land revaluation difference (meaning land revaluation difference provided in Article 7, paragraph (2) of the Act on Revaluation of Land (Act No. 34 of 1998); the same applies in item (vi) of the following paragraph) (limited to the case where the amount is not less than zero).

２　法第五十五条第二項第五号に規定する内閣府令で定める額は、最終事業年度の末日における貸借対照表に計上した次に掲げる額とする。

(2) The amount to be specified by Cabinet Office Order, as provided in Article 55, paragraph (2), item (v) of the Act is the following amounts recorded on the balance sheet as of the last day of the most recent business year:

一　基金申込証拠金の科目に計上した額

(i) the amount recorded in the item of application money for funds;

二　再評価積立金の科目に計上した額

(ii) the amount recorded in the item of reassessment reserve;

三　のれん等調整額（資産の部に計上したのれんの額を二で除して得た額及び繰延資産として計上した額の合計額をいう。以下この号において同じ。）が次のイからハまでに掲げる場合に該当する場合における当該イからハまでに定める額

(iii) when the goodwill, etc. adjustment amount (meaning the amount of goodwill recorded on the asset section divided by two, plus the amount recorded as deferred assets; the same applies below in this item) falls under the case specified in any of (a) through (c) below, the amount respectively specified in (a) through (c):

イ　当該のれん等調整額が基金等金額（最終事業年度の末日における基金、基金申込証拠金、基金償却積立金、再評価積立金及び損失てん補準備金の額の合計額をいう。以下この号において同じ。）以下である場合　零

(a) when the goodwill, etc. adjustment amount is not more than the amount of funds, etc. (meaning the total amount of the funds, application money for funds, reserve for redemption of funds, reassessment reserve, and loss reserve; the same applies below in this item): zero;

ロ　当該のれん等調整額が基金等金額及び最終事業年度の末日における基金償却積立金減少差益の額の合計額以下である場合（イに掲げる場合を除く。）　当該のれん等調整額から基金等金額を減じて得た額

(b) when the goodwill, etc. adjustment amount is not more than the total of the amount of funds, etc. and deficit in reserve for redemption of funds as of the last day of the most recent business year (excluding the cases stated in item (a)): the amount of the goodwill, etc. adjustment amount, less the amount of funds, etc.;

ハ　当該のれん等調整額が基金等金額及び最終事業年度の末日における基金償却積立金減少差益の額の合計額を超えている場合　次に掲げる場合の区分に応じ、次に定める額

(c) when the goodwill, etc. adjustment amount exceeds the total of the amount of funds, etc. and deficit in reserve for redemption of funds as of the last day of the most recent business year: the amount stated in the following items, in accordance with the categories of the cases respectively stated in those items:

（１）　最終事業年度の末日におけるのれんの額を二で除して得た額が基金等金額及び最終事業年度の末日における基金償却積立金減少差益の額の合計額以下の場合　当該のれん等調整額から基金等金額を減じて得た額

1. when the amount obtained by dividing the goodwill amount as of the last day of the most recent business year by two is not more than the total of the amount of funds, etc. and the deficit in reserve for redemption of funds as of the last day of the most recent business year: the amount of the goodwill, etc. adjustment amount, less the amount of funds, etc.;

（２）　最終事業年度の末日におけるのれんの額を二で除して得た額が基金等金額及び最終事業年度の末日における基金償却積立金減少差益の額の合計額を超えている場合　最終事業年度の末日における基金償却積立金減少差益の額及び繰延資産として計上した額の合計額

2. when the amount obtained by dividing the goodwill amount as of the last day of the most recent business year by two exceeds the total of the amount of funds, etc. and the deficit in reserve for redemption of funds as of the last day of the most recent business year: the total of the amount of the deficit in reserve for redemption of funds as of the last day of the most recent business year, and the amount recorded as deferred assets;

四　その他有価証券評価差額金の科目に計上した額（零以上である場合に限る。）

(iv) any other amount recorded in the item of valuation difference on available-for-sale securities (limited to the case where the amount is not less than zero);

五　繰延ヘッジ損益の科目に計上した額

(v) the amount recorded in the item of deferred gain or loss on hedges;

六　土地再評価差額金の科目に計上した額（零以上である場合に限る。）

(vi) the amount recorded in the item of land revaluation difference (limited to the case where the amount is not less than zero).

（剰余金の分配の計算方法）

(Formula for Calculation of Distribution of Surplus)

第三十条の二　相互会社が社員に対する剰余金の分配をする場合には、保険契約の特性

に応じて設定した区分ごとに、剰余金の分配の対象となる金額を計算し、次の各号（少額短期保険業者である相互会社にあっては、第一号、第二号及び第四号）に掲げるいずれかの方法により、又はそれらの方法の併用により行わなければならない。

Article 30-2 When a mutual company distributes surplus to its members, it must calculate the amount of surplus to be distributed in accordance with the types of the insurance contracts categorized by the distinctiveness, and must implement the distribution by one or more of the methods stated in the following items (or in items (i), (ii) and (iv), in the case of a mutual company which falls under the category of small amount and short term insurer):

一　社員が支払った保険料及び保険料として収受した金銭を運用することによって得られる収益から、保険金、返戻金その他の給付金の支払、事業費の支出その他の費用等を控除した金額に応じて分配する方法

(i) to distribute the amount of the insurance premiums paid by the members and gains generating from investment of money received as insurance premiums, less the amount of insurance proceeds, refund or any other benefit, operating expenditure and any other costs;

二　剰余金の分配の対象となる金額をその発生の原因ごとに把握し、それぞれ各保険契約の責任準備金、保険金その他の基準となる金額に応じて計算し、その合計額を分配する方法

(ii) to specify the amount of surplus to be distributed, as categorized by the grounds of the distribution; to calculate the respective amount related to each insurance contract based on the policy reserve, insurance proceeds or any other base amount; and to distribute the total of the amounts;

三　剰余金の分配の対象となる金額を保険期間等により把握し、各保険契約の責任準備金、保険料その他の基準となる金額に応じて計算した金額を分配する方法

(iii) to specify the amount of surplus to be distributed, as categorized by the insurance periods, etc.; and to distribute the amount related to each insurance contract calculated depending upon the policy reserve, insurance premiums or any other base amount; or

四　その他前三号に掲げる方法に準ずる方法

(iv) any other method equivalent to the methods stated in the preceding three items.

（積立勘定の設置）

(Creation of Accumulation Account)

第三十条の三　保険会社である相互会社は、公正かつ衡平な剰余金の分配をするために、保険期間の満了後満期返戻金を支払う旨を約した保険契約に係る責任準備金の金額に相当する財産の全部又は一部をその他の財産と分別して運用するための勘定（以下この条において「積立勘定」という。）を設けることができる。

Article 30-3 (1) A mutual company which is an insurance company may, for implementing surplus distribution in a fair and equitable manner, set up an account so that it may manage all or the part of the properties corresponding to the amount of policy reserve related to the insurance contract with an option of maturity refund paid after the expiration of the insurance period, in segregation from any other properties (referred to below as "accumulation account" in this Article).

２　積立勘定に属する財産は、他の積立勘定又は積立勘定以外の勘定に属する財産と経理を区分し、かつ、これを特に設けた帳簿に記載しなければならない。

(2) The accounting of the properties belonging to the accumulation account must be segregated from the accounting of the properties belonging to other accumulation accounts or from any other account than the accumulation accounts, and must be stated in the accounting books specifically designated.

３　保険会社である相互会社は、金融庁長官の承認又は法第四条第二項第二号に掲げる書類に記載された方法により金銭を他の勘定に振り替える場合を除き、次に掲げる行為をしてはならない。

(3) A mutual company which is an insurance company may not, unless with approval from the Commissioner of the Financial Services Agency or except for the case of transfer of money to another account by the method specified in the document under Article 4, paragraph (2), item (ii) of the Act, conduct any of the following acts:

一　積立勘定に属する財産を他の積立勘定又はその他の勘定に振り替えること。

(i) to transfer the properties belonging to the accumulation account to other accumulation accounts or any other account than the accumulation accounts; or

二　積立勘定に属する財産以外の財産を積立勘定に振り替えること。

(ii) to transfer the properties not belonging to the accumulation account to the accumulation account.

４　保険会社である相互会社は、前項の規定による承認を受けようとするときは、承認申請書に理由書を添付して金融庁長官に提出しなければならない。

(4) If a mutual company which is an insurance company seeks to obtain the approval under the preceding paragraph, it must submit to the Commissioner of the Financial Services Agency the written application for approval, attaching a written statement of reasons.

（剰余金のうち一定の比率を乗じる対象となる金額）

(Amount of Surplus Subject to Multiplication by Certain Ratio)

第三十条の四　法第五十五条の二第二項に規定する内閣府令で定める金額は、当期未処分剰余金の額から次に掲げるものの合計額を控除した金額（法第五十五条第二項に規定する貸借対照表上の純資産額から同項各号に掲げる金額の合計額を控除した額を限度とする。）とする。

Article 30-4 The amount to be specified by Cabinet Office Order, as provided in Article 55-2, paragraph (2) of the Act, is the amount of the surplus not disposed for the period, less the total of the following amounts (the amount is up to the amount of net asset on the balance sheet as provided in Article 55, paragraph (2) of the Act, less the total of the amount stated in the items of the same paragraph):

一　前期繰越剰余金の額

(i) the amount of the surplus carried over from the previous period;

二　任意積立金目的取崩額

(ii) the amount of reversal for the purpose of voluntary reserve;

三　法第五十五条第一項の基金利息の支払額

(iii) the amount paid as Interest from Fund as referred to in Article 55, paragraph (1) of the Act;

四　法第五十八条の損失てん補準備金としてその決算期に積み立てる額

(iv) the amount to be set aside in the relevant accounting settlement period, as the loss reserves referred to in Article 58 of the Act;

五　法第五十六条の基金償却積立金としてその決算期に積み立てる額

(v) the amount to be set aside in the relevant accounting settlement period, as the reserve for redemption of funds referred to in Article 56 of the Act;

六　基金の償却に充てることを目的としてその決算期に純資産の部に積み立てる任意積立金の額（ただし、基金の額（償却を完了する予定の日を定めない基金がある場合には当該基金の額を除く。）をその払込期日から償却を完了する予定の日までの期間に含まれる決算期の数で除して得られた額（払込期日又は償却を完了する予定の日が異なる基金がある場合には、それぞれについて計算して得られた額の合計額）を上限とする。）

(vi) the amount of voluntary reserve to be set aside in the net asset section in the relevant accounting period, in preparation of allocation to redemption of funds (provided that the amount is up to the amount of the funds (if the company has any funds regarding which the scheduled date of the full redemption is not fixed, the amount of funds is excluded), divided by the number of accounting settlement periods included in the period between the payment date to the scheduled date for the full redemption (if the company has funds regarding which the payment dates or scheduled dates of full redemption are not the same, the total of the amount calculated for the respective types of fund));

七　第三十条第二項第三号に規定する額

(vii) the amount provided in Article 30, paragraph (2), item (iii);

八　次条第一項第一号に規定する社員配当準備金の取崩額が決算期の剰余金に含まれる場合における当該取崩額

(viii) the reversal amount, when the reversal amount of members' dividend reserve as provided in item (i), paragraph (1) of the following Article is included in the surplus for the accounting settlement period.

（剰余金の分配をするための準備金）

(Reserve for Distribution of Surplus)

第三十条の五　法第五十五条の二第二項に規定する内閣府令で定める準備金は、次に掲げるものとする。

Article 30-5 (1) The reserve to be specified by Cabinet Office Order, as provided in Article 55-2, paragraph (2) of the Act, is as follows:

一　社員配当準備金

(i) members' dividend reserve; and

二　社員配当平衡積立金

(ii) members' dividend equilibrium reserve.

２　前項第一号の社員配当準備金は、社員に対する剰余金の分配をするための準備金として貸借対照表の負債の部に計上するものとする。

(2) The members' dividend reserve referred to in item (i) of the preceding paragraph is to be recorded in the liabilities section of the balance sheet, as the reserve in preparation of distribution of surplus to members.

３　生命保険相互会社（法第三条第四項の生命保険業免許を受けた相互会社をいう。）は、第一項第一号の社員配当準備金に、次に掲げるもの（決算期においては、剰余金の処分による次に掲げるものへの繰入額を含む。）の合計額を超えて繰り入れてはならない。

(3) A life insurance mutual company (meaning a mutual company which has obtained the life insurance business license under Article 3, paragraph (4) of the Act) may not transfer to the members' dividend reserve referred to in paragraph (1), item (i) the amount in excess of the total of the amount stated in the following items (in the case of the account closing period, including the amount transferred to the following amounts, on the ground of disposition of surplus):

一　積立配当（社員に分配された配当で利息を付して積み立てているものをいう。）の額

(i) the amount of reserved dividend (meaning the dividend distributed to members, which are reserved with interests);

二　未払配当（社員に分配された配当で支払われていないもののうち、前号に規定する積立配当以外のものをいう。）の額（決算期においては、翌期に分配する予定の配当の額を含む。）

(ii) the amount of unpaid dividend (meaning the unpaid dividends distributed to members, excluding the reserved dividend as provided in the preceding item) (in the case of the accounting period, including the amounts scheduled to be distributed in the following period);

三　全件消滅時配当（保険契約のすべてが消滅したと仮定して計算した当該保険契約の消滅時に支払う配当をいう。）の額

(iii) the amount of dividend payable on expiry (meaning the dividend payable upon expiry of all insurance contracts, calculated based on the presumption that all insurance contracts have expired); and

四　その他前三号に掲げるものに準ずるものとして法第四条第二項第四号に掲げる書類において定める方法により計算した額

(iv) any other amount equivalent to those stated in the preceding three items, as calculated in accordance with the formula designated in the document stated in Article 4, paragraph (2), item (iv) of the Act.

４　少額短期保険業者である相互会社は、第一項第一号の社員配当準備金に、次に掲げるもの（決算期においては、剰余金の処分による次に掲げるものへの繰入額を含む。）の合計額を超えて繰り入れてはならない。

(4) A mutual company which is a small amount and short term insurer may not transfer to the members' dividend reserve as referred to in paragraph (1), item (i) the amount in excess of the total of the following amount (in the case of the account closing period, including the amount transferred to the following amount, on the ground of the disposition of surplus):

一　未払配当（社員に分配された配当で支払われていないものをいう。）の額（決算期においては、翌期に分配する予定の配当の額を含む。）

(i) the amount of unpaid dividend (meaning the unpaid dividends distributed to members) (in the case of the account closing period, including the amounts scheduled to be distributed in the following period); and

二　翌期に分配する予定の配当の額に百分の五を乗じて得た額

(ii) the amount of scheduled dividends to be distributed in the following period, multiplied by five-hundredth.

５　第一項第二号の社員配当平衡積立金は、社員に対する剰余金の分配の額を安定させることを目的とする任意積立金として貸借対照表の純資産の部に計上するものとする。

(5) The members' dividend equilibrium reserve referred to in paragraph (1), item (ii) is to be recorded in the net asset section of the balance sheet, as the voluntary reserve for the purpose of stabilizing the amount of surplus to be distributed to members.

６　第一項に規定する社員配当準備金又は社員配当平衡積立金を取り崩した場合には、当該取崩額の合計額から社員に対する剰余金の分配に充てた額を控除した残額は、社員配当準備金又は社員配当平衡積立金に積み立てなければならない。ただし、当該残額を損失のてん補、基金利息の支払、損失てん補準備金の積立て又は基金償却積立金の積立てに充てた場合は、この限りでない。

(6) When the members' dividend reserve or the members' dividend equilibrium reserve as provided in paragraph (1) is reversed, the total of the reversal amount, less the amount allocated to distribution of surplus to members, must be set aside as the members' dividend reserve or the members' dividend equilibrium reserve; provided, however, that this does not apply to the cases where the remaining amount is allocated to compensation of losses, payment of the Interest from fund, provision of loss reserve, or provision of reserve for redemption of funds.

（積立割合）
(Reserve Ratio)
第三十条の六　法第五十五条の二第三項に規定する内閣府令で定める比率は、百分の二十とする。
Article 30-6 The ratio to be specified by Cabinet Office Order, as provided in Article 55-2, paragraph (3) of the Act, is 20 percent.

（社員配当準備金等の積立ての例外に係る認可の申請等）
(Application for Authorization for Exception to Provision of Members' Dividend Reserve)
第三十条の七　相互会社は、法第五十五条の二第五項の規定による認可を受けようとするときは、認可申請書に次に掲げる書類を添付して金融庁長官等に提出しなければならない。
Article 30-7 (1) If a mutual company seeks to obtain the authorization under Article 55-2, paragraph (5) of the Act, it must submit to the Commissioner of the Financial Services Agency or other competent official a written application for authorization, attaching the following documents:
一　理由書
(i) a written statement of reasons;
二　社員総会又は総代会の議事録（法第四十一条第一項において読み替えて準用する会社法第三百十九条第一項（株主総会の決議の省略）の規定により社員総会の決議があったものとみなされる場合には、当該場合に該当することを証する書面。以下同じ。）
(ii) minutes of a general meeting or member representatives meeting (in a case where, pursuant to the provisions of Article 319, paragraph (1) (Omission of Resolution at Shareholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 41, paragraph (1) of the Act following the deemed replacement of terms, a resolution of a general meeting is deemed to have been made, the document certifying that the company falls under the relevant case; the same applies below); and
三　その他参考となるべき事項を記載した書類
(iii) a document containing any other matters which would serve as reference information.
２　金融庁長官等は、前項の規定による認可の申請があったときは、当該認可の申請をした相互会社の業務又は財産の状況等に照らし、当該決算期において第三十条の五第一項各号に掲げる準備金として積み立てる額を当該申請に係る比率を乗じた額としなければ、当該相互会社の経営の健全性を損ない保険契約者等の保護に欠けることとなるおそれがあるかどうかを審査するものとする。
(2) When the application under the preceding paragraph is filed, the Commissioner of the Financial Services Agency or other competent official is to

examine whether the soundness in management of the mutual company would be prejudiced and protection of policyholders, etc. would be hindered, unless the amount to be set aside for the accounting period as the reserve stated in the items of Article 30-5, paragraph (1) is the product after the multiplication by the ratio related to the application, judging from the status of business or properties of the mutual company which has filed the application for authorization.

（基金利息の支払等に関して責任をとるべき取締役等）

(Directors Held Liable in Relation to Payment of Interest from Fund)

第三十条の八　法第五十五条の三第一項第一号に規定する内閣府令で定めるものは、次に掲げる者とする。

Article 30-8 (1) The officers to be specified by Cabinet Office Order, as provided in Article 55-3, paragraph (1), item (i) of the Act, are as follows:

一　基金利息の支払等（法第五十五条の三第一項に規定する基金利息の支払等をいう。以下この条において同じ。）による金銭の交付に関する職務を行った取締役及び執行役

(i) directors and executive officers who took charge of the duties related to delivery of money through payment of interests from fund, etc. (meaning the payment of interests from fund, etc. as provided in Article 55-3, paragraph (1) of the Act; the same applies below in this Article);

二　基金利息の支払等に関する事項の決定に係る定時社員総会（総代会を設けているときは、定時総代会。以下この条において同じ。）において基金利息の支払等に関する事項について説明をした取締役及び執行役

(ii) directors and executive officers who gave explanation on matters related to the payment of interests from fund, etc., at the annual general meeting (or the annual member representatives meeting, if a member representatives meeting is organized; the same applies below in this Article) at which the matters related to payment of interests from fund, etc. was resolved;

三　基金利息の支払等に関する事項の決定に係る取締役会において基金利息の支払等に賛成した取締役

(iii) directors who casted affirmative vote on payment of interests from fund, etc. at the board of directors meeting at which the matters related to payment of interests from fund, etc. was resolved; and

四　利息支払限度額（法第五十五条第一項に規定する利息支払限度額をいう。）又は償却等限度額（同条第二項に規定する償却等限度額をいう。）の計算に関する報告を監査役、監査等委員会、監査委員会又は会計監査人が請求したときは、当該請求に応じて報告をした取締役及び執行役

(iv) if the company auditor, audit and supervisory committee, audit committee or financial auditor requested the report on calculation of the maximum limit of interest payment (meaning the maximum limit of interest payment as provided in Article 55, paragraph (1) of the Act) or maximum limit of redemption, etc. (meaning the maximum limit of redemption as provided in paragraph (2) of the Article), the director or executive officer who made the report in response to the request.

２　法第五十五条の三第一項第二号に規定する内閣府令で定めるものは、次に掲げる者とする。

(2) The officers to be specified by Cabinet Office Order, as provided in Article 55-3, paragraph (1), item (ii) of the Act, are as follows:

一　定時社員総会に議案を提案した取締役

(i) the director who submitted the item on the agenda for the annual general meeting; and

二　前号の議案の提案が取締役会の決議に基づいて行われたときは、当該取締役会において当該提出に賛成した取締役

(ii) when the submission of the item on the agenda under the preceding item was made by the resolution of the board of directors meeting, the directors who casted affirmative votes on the submission at the board of directors meeting.

第七目　基金償却積立金及び損失てん補準備金
Division 7 Reserves for Redemption of Funds and Loss Reserves

（基金償却積立金の取崩しに係る備置書類）

(Preserved Documents Related to Reversal of Reserve for Redemption of Funds)

第三十条の九　法第五十七条第四項において準用する法第十六条第一項に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 30-9 The matters to be specified by Cabinet Office Order, as provided in Article 16, paragraph (1) of the Act as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act, are as follows:

一　基金償却積立金の取崩しに関する議案

(i) the item on the agenda regarding the reversal of reserve for redemption of funds; and

二　貸借対照表

(ii) the balance sheet.

（計算書類に関する事項）

(Matters Related to Financial Statements)

第三十条の十　法第五十七条第四項において準用する法第十七条第二項第二号に規定する内閣府令で定めるものは、法第五十七条第四項において準用する法第十七条第二項の規定による公告の日における次の各号に掲げる場合の区分に応じ、当該各号に定めるものとする。

Article 30-10 The matters to be specified by Cabinet Office Order, as provided in

Article 17, paragraph (2) item (ii) of the Act as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act, are the matters specified in the following items, in accordance with the categories of the cases applicable as of the day of the public notice under Article 17, paragraph (2) of the Act as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act:

一　最終事業年度に係る貸借対照表又はその要旨につき公告対象会社（法第五十七条第四項において準用する法第十七条第二項第二号の相互会社をいう。以下この条において同じ。）が法第五十四条の七第一項又は第二項の規定による公告をしている場合　次に掲げるもの

(i) if a notifying company (meaning a mutual company referred to in Article 17, paragraph (2), item (ii) of the Act, as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act; the same applies below in this Article) has given a public notice under Article 54-7, paragraph (1) or (2) of the Act, regarding its balance sheet for the most recent business year or summary of that balance sheet: the following information:

イ　時事に関する事項を掲載する日刊新聞紙で公告をしているときは、当該日刊新聞紙の名称、日付及び当該公告が掲載されている頁

(a) if the public notice is given by publication on a daily newspaper featuring news on current events, the name and date of the newspaper, and the page number on which the public notice has been published; or

ロ　電子公告により公告をしているときは、法第六十四条第二項第十八号イに掲げる事項

(b) if the public notice is given by electronic public notice, the matters stated in Article 64, paragraph (2), item (xviii), (a) of the Act;

二　最終事業年度に係る貸借対照表につき公告対象会社が法第五十四条の七第三項に規定する措置をとっている場合　法第六十四条第二項第十六号に掲げる事項

(ii) if the notifying company has implemented the measures provided in Article 54-7, paragraph (3) of the Act, regarding the balance sheet related to the most recent business year: the matters stated in Article 64, paragraph (2), item (xvi) of the Act, ;

三　公告対象会社が法第五十四条の七第四項に規定する相互会社である場合において、当該相互会社が金融商品取引法第二十四条第一項（有価証券報告書の提出）の規定により最終事業年度に係る有価証券報告書を提出している場合　その旨

(iii) if the notifying company is a mutual company as provided in Article 54-7, paragraph (4) of the Act, and it has submitted the annual securities report for the most recent business year pursuant to the provisions of Article 24, paragraph (1) (Submission of Annual Reports) of the Financial Instruments and Exchange Act: that fact;

四　公告対象会社につき最終事業年度がない場合　その旨

(iv) if the notifying company does not have most recent business year: that fact; and

五　前各号に掲げる場合以外の場合　最終事業年度に係る別紙様式第三号（少額短期保険業者にあっては別紙様式第三号の三、特定取引勘定設置会社にあっては別紙様式第三号の二）に定める貸借対照表の要旨の内容

(v) in cases other than those stated in the preceding items: the details of the summary of the balance sheet for the most recent business year, as specified in Appended Form No. 3 (or Appended Form No. 3-3, in the case of a small amount and short term insurer; or Appended Form No. 3-2, in the case of a company with specified transaction account).

（基金償却積立金の取崩しに係る公告事項）

(Public Notice Related to Reversal of Reserve for Redemption of Funds)

第三十条の十一　法第五十七条第四項において準用する法第十七条第二項第四号に規定する内閣府令で定める事項は、基金償却積立金の取崩しを行う理由とする。

Article 30-11 The matter to be specified by Cabinet Office Order, as provided in Article 17, paragraph (2), item (iv) of the Act as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act, is the reason for the reversal of reserve for redemption of funds.

（保険契約に係る債権の額）

(Amount of Claim under Insurance Contract)

第三十条の十二　法第五十七条第四項において準用する法第十七条第六項に規定する内閣府令で定める金額は、生命保険会社にあっては第一号に掲げる金額とし、損害保険会社にあっては第二号及び第三号に掲げる金額の合計額とし、少額短期保険業者にあっては第二号に掲げる金額とする。

Article 30-12 The amount to be specified by Cabinet Office Order, as provided in Article 17, paragraph (6) of the Act as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act, is as follows: the amount stated in item (i), in the case of a life insurance company; the total of the amounts stated in items (ii) and (iii), in the case of a non-life insurance company; or the amount stated in item (ii), in the case of a small amount and short term insurer:

一　法第五十七条第四項において準用する法第十七条第二項の公告（以下この条において「公告」という。）の時において被保険者のために積み立てるべき金額

(i) the amount to be reserved for the insured, as of the time of the public notice under Article 17, paragraph (2) of the Act, as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act (referred to below as the "public notice" in this Article);

二　未経過期間（保険契約に定めた保険期間のうち、公告の時において、まだ経過していない期間をいう。）に対応する保険料の金額

(ii) the amount of the insurance premiums corresponding to the unexpired period (meaning the insurance period provided for in an insurance contract, outstanding as of the time of the public notice); and

三　公告の時において第七十条第一項第三号の払戻積立金として積み立てるべき金額

(iii) the amount to be reserved as the refund reserve referred to in Article 70, paragraph (1), item (iii), as of the time of the public notice.

（基金償却積立金の取崩しに係る備置書類の記載事項）

(Matters to Be Stated in Preserved Documents Related to Reversal of Reserve for Redemption of Funds)

第三十条の十三　法第五十七条第四項において準用する法第十七条の四第一項に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 30-13 The matters to be specified by Cabinet Office Order, as provided in Article 17-4, paragraph (1) of the Act as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act, are as follows:

一　法第五十七条第四項において準用する法第十七条に規定する手続の経過

(i) the progress of the procedures as provided in Article 17 of the Act as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act;

二　法第五十七条第四項において準用する法第十七条第二項の規定による公告の状況

(ii) the status of public notice under Article 17, paragraph (2) of the Act as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act; and

三　基金償却積立金の取崩しによる変更の登記をした日

(iii) the day of the registration of change reflecting the reversal of reserve for redemption of funds.

（基金償却積立金の取崩しの認可の申請等）

(Application for Authorization of Reversal of Reserve for Redemption of Funds)

第三十条の十四　相互会社は、法第五十七条第五項の規定による認可を受けようとするときは、認可申請書に次に掲げる書類を添付して金融庁長官等に提出しなければならない。

Article 30-14 (1) If a mutual company seeks to obtain an authorization under Article 57, paragraph (5) of the Act, it must submit to the Commissioner of the Financial Services Agency or other competent official a written application for authorization, as well as the following documents attached to it:

一　理由書

(i) a written statement of reasons;

二　社員総会又は総代会の議事録

(ii) minutes of a general meeting or member representatives meeting;

三　貸借対照表

(iii) a balance sheet;

四　法第五十七条第四項において準用する法第十七条第二項の規定による公告をしたことを証する書面

(iv) a document certifying that the public notice under Article 17, paragraph (2) of the Act as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act has been given;

五　法第五十七条第四項において準用する法第十七条第四項の異議を述べた保険契約者その他の債権者があるときは、当該保険契約者その他の債権者に対し、弁済し、相当の担保を提供し、若しくは当該保険契約者その他の債権者に弁済を受けさせることを目的として信託会社等に相当の財産を信託したこと又は当該基金償却積立金の取崩しをしても当該保険契約者その他の債権者を害するおそれがないことを証する書面

(v) if any policyholder or any other creditor has raised an objection under Article 17, paragraph (4) of the Act as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act, a document certifying the fact that the payment has been made or reasonable security has been provided to the policyholder or any other creditor, or reasonable property has been deposited in trust with a trust company, etc. for the purpose of having the policyholder or other creditor receive the payment, or that the reversal of reserve for redemption of funds bears no risk of detriment to the policyholder or other creditor;

六　法第五十七条第四項において準用する法第十七条第六項の異議を述べた保険契約者の数が法第五十七条第四項において準用する法第十七条第六項の保険契約者の総数の五分の一を超えなかったことを証する書面又はその者の第三十条の十二に規定する金額が法第五十七条第四項において準用する法第十七条第六項の金額の総額の五分の一を超えなかったことを証する書面

(vi) a document certifying that the number of policyholders who raised objections under Article 17, paragraph (6) of the Act as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act did not exceed one-fifth of the total number of policyholders as referred in Article 17, paragraph (6) of the Act as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act; or a document certifying that the amount related to the policyholders as provided in the preceding Article 30-12 did not exceed one-fifth of the total of the amount referred to in Article 17, paragraph (6) of the Act as applied mutatis mutandis pursuant to Article 57, paragraph (4) of the Act;

七　その他参考となるべき事項を記載した書類

(vii) a document containing any other matters which would serve as reference information.

２　金融庁長官等は、前項の規定による認可の申請があったときは、次に掲げる基準に適合するかどうかを審査するものとする。

(2) When an application for the authorization under the preceding paragraph has been filed, the Commissioner of the Financial Services Agency or other competent official is to examine whether the application conforms to the following requirements:

一　当該認可の申請をした相互会社（以下この項において「申請保険会社等」という。）が当該認可の申請に係る基金償却積立金の取崩しを行うことについてやむを得ないと認められる理由があること。
(i) that any reason is found, which renders it inevitable for the mutual company applying for the authorization (referred to below as "applicant insurance company, etc." in this paragraph) to implement the reversal of reserve for redemption of funds for which the application for authorization has been filed;
二　申請保険会社等の基金（法第五十六条の基金償却積立金を含む。）の総額が、当該基金償却積立金の取崩し後において、令第二条の二（申請保険会社等が少額短期保険業者である場合にあっては、令第三十八条の三）に規定する額以上であり、かつ、その業務を健全かつ効率的に遂行するに足りる額であること。
(ii) that the total amount of fund (including reserve for redemption of funds referred to in Article 56 of the Act) of the applicant insurance company, etc. will not be less than the amount provided in Article 2-2 of the Cabinet Order (or Article 38-3 of the Cabinet Order, if the applicant insurance company, etc. is a small amount and short term insurer), and that the amount will be sufficient for carrying out its business in a sound and efficient manner, even after the implementation of the reversal of reserve for redemption of funds; and
三　申請保険会社等が保険会社である場合にあっては、当該保険会社の収支が当該基金償却積立金の取崩し後において、良好に推移することが見込まれること。
(iii) if the applicant insurance company, etc. is an insurance company, that it has good prospects for income and expenditure even after the implementation of the reversal of reserve for redemption of funds.

（損失てん補準備金の基準）
(Requirement for Loss Reserves)
第三十条の十五　法第五十八条に規定する内閣府令で定める準備金は、第三十条の五第一項各号に掲げる準備金とする。
Article 30-15 The reserve to be specified by Cabinet Office Order, as provided in Article 58 of the Act, is the reserve stated in the items of Article 30-5, paragraph (1).

第三款　相互会社の社債を引き受ける者の募集
Subsection 3 Solicitation of Subscribers for Corporate Bonds Issued by Mutual Company

（募集事項）
(Terms of Solicitation)
第三十一条　法第六十一条第十二号に規定する内閣府令で定める事項は、次に掲げる事

項とする。

Article 31 The matters to be specified by Cabinet Office Order, as provided in Article 61, item (xii) of the Act, are follows:

一　数回に分けて募集社債（法第六十一条に規定する募集社債をいう。以下この款において同じ。）と引換えに金銭の払込みをさせるときは、その旨及び各払込みの期日における払込金額（法第六十一条第九号に規定する払込金額をいう。）

(i) when the payment of money in exchange for the corporate bonds for subscription (meaning the corporate bonds for subscription as provided in Article 61 of the Act; the same applies below in this Section) is to be made on several occasions, that fact, and the amount to be paid (meaning the amount to be paid as provided in Article 61, item (ix) of the Act) on each of the payment dates;

二　他の会社（相互会社を含む。第三十一条の四及び第三十二条において同じ。）と合同して募集社債を発行するときは、その旨及び各会社の負担部分

(ii) when the corporate bonds for subscription are to be issued jointly with any other company (including a mutual company; the same applies in Article 31-4 and Article 32), that fact, and the proportionate share to be borne by each company;

三　募集社債と引換えにする金銭の払込みに代えて金銭以外の財産を給付する旨の契約を締結するときは、その契約の内容

(iii) when the contract is to be concluded, which provides that, in lieu of payment of money in exchange for the corporate bonds for subscription, the property other than money is delivered, the details of the contract;

四　法第六十一条の六の規定による委託に係る契約において法に規定する社債管理者の権限以外の権限を定めるときは、その権限の内容

(iv) when, under the contract related to entrustment under Article 61-6 of the Act, the authorities other than the bond administrator's authorities as provided in the Act is to be prescribed, the details of the authorities;

五　法第六十一条の七第八項において読み替えて準用する会社法第七百十一条第二項本文（社債管理者の辞任）（法第六十一条の七の三第六項において読み替えて準用する会社法第七百十四条の七（社債管理者に関する規定の準用）において準用する場合を含む。）に規定するときは、法第六十一条の七第八項において読み替えて準用する会社法第七百十一条第二項本文に規定する事由

(v) when the main clause of Article 711, paragraph (2) (Resignation of Bond Administrators) of the Companies Act, as applied mutatis mutandis pursuant to Article 61-7, paragraph (8) of the Act following the deemed replacement of terms (including as applied mutatis mutandis pursuant to Article 714-7 (Application Mutatis Mutandis of Provisions on Bond Administrators) of the Companies Act, as applied mutatis mutandis pursuant to Article 61-7-3, paragraph (6) of the Act following the deemed replacement of terms) applies, the grounds specified in the main clause of Article 711, paragraph (2) of the

Companies Act, as applied mutatis mutandis pursuant to Article 61-7, paragraph (8) of the Act following the deemed replacement of terms;
六　法第六十一条の七の二の規定による委託に係る契約において法第六十一条の七の三第二項各号に掲げる行為をする権限の全部若しくは一部又は法に規定する社債管理補助者の権限以外の権限を定めるときは、その権限の内容
(vi) if all or a portion of the authority to conduct the acts stated in the items of Article 61-7-3, paragraph (2) of the Act or the authority other than the authority of a bond administration assistant provided in the Act is prescribed in a contract related to entrustment under Article 61-7-2 of the Act, the content of that authority; and
七　法第六十一条の七の二の規定による委託に係る契約における法第六十一条の七の三第四項の規定による報告又は同項に規定する措置に係る定めの内容
(vii) the content of the provisions relating to a report under Article 61-7-3, paragraph (4) of the Act or the measure prescribed in that paragraph in a contract related to entrustment under Article 61-7-2 of the Act.

（申込みをしようとする者に対して通知すべき事項）
(Matters Requiring Notices to Prospective Subscribers of Corporate Bonds)
第三十一条の二　法第六十一条の二第一項第三号に規定する内閣府令で定める事項は、次に掲げる事項とする。
Article 31-2 The matters to be specified by Cabinet Office Order, as provided in Article 61-2, paragraph (1), item (iii) of the Act, are as follows:
一　社債管理者を定めたときは、その名称及び住所
(i) if a bond administrator is appointed, their name and address;
二　社債管理補助者を定めたときは、その氏名又は名称及び住所
(ii) if a bond administration assistant is appointed, their name and address; and
三　社債原簿管理人（法第六十一条の五において準用する会社法第六百八十三条（社債原簿管理人）に規定する社債原簿管理人をいう。以下この款において同じ。）を定めたときは、その氏名又は名称及び住所
(iii) if a bond register administrator is appointed (meaning the bond register administrator as provided in Article 683 (Bond Register Administrator) of the Companies Act as applied mutatis mutandis pursuant to Article 61-5 of the Act; the same applies below in this Subsection), their name and address.

（申込みをしようとする者に対する通知を要しない場合）
(Exemption from Requirement of Notification to Prospective Subscriber)
第三十一条の三　法第六十一条の二第四項に規定する内閣府令で定める場合は、次に掲げる場合であって、相互会社が同条第一項の申込みをしようとする者に対して同項各号に掲げる事項を提供している場合とする。
Article 31-3 The cases to be specified by Cabinet Office Order, as provided in

Article 61-2, paragraph (4) of the Act, are the cases stated in the following, where the mutual company has provided the prospective applicant referred to in paragraph (1) of the Article with information stated in the items of the same paragraph:

一　当該相互会社が金融商品取引法の規定に基づき目論見書に記載すべき事項を電磁的方法により提供している場合

(i) the cases where the mutual company has provided, by the electronic or magnetic means, information to be contained in the prospectus pursuant to the provisions of the Financial Instruments and Exchange Act; or

二　当該相互会社が外国の法令に基づき目論見書その他これに相当する書面その他の資料を提供している場合

(ii) the cases where, pursuant to the provisions of the laws and regulations of foreign states, the mutual company has provided prospectus or any other document equivalent thereto as well as any other materials.

（社債の種類）

(Classes of Corporate Bonds)

第三十一条の四　法第六十一条の五において読み替えて準用する会社法第六百八十一条第一号（社債原簿）に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 31-4 The matters to be specified by Cabinet Office Order, as provided in Article 681, item (i) (Bond Register) of the Companies Act as applied mutatis mutandis pursuant to Article 61-5 of the Act following the deemed replacement of terms, are as follows:

一　社債の利率

(i) interest rate of the corporate bonds;

二　社債の償還の方法及び期限

(ii) method and maturity of redemption of corporate bonds;

三　利息支払の方法及び期限

(iii) method and due date of interest payment;

四　社債券を発行するときは、その旨

(iv) if the corporate bond certificates are to be issued, that fact;

五　社債権者が法第六十一条の五において準用する会社法第六百九十八条（記名式と無記名式との間の転換）の規定による請求の全部又は一部をすることができないこととするときは、その旨

(v) when the corporate bondholders are not allowed to make a request, in whole or part, as referred to in Article 698 (Conversions between Registered Bonds and Bearer Bonds) of the Companies Act as applied mutatis mutandis pursuant to Article 61-5 of the Act, that fact;

六　社債管理者を定めないこととするときは、その旨

(vi) if a bond administrator is not to be appointed, that fact;

七　社債管理者が社債権者集会の決議によらずに法第六十一条の七第四項第二号に掲

げる行為をすることができることとするときは、その旨
(vii) when the bond administrator may perform the acts stated in Article 61-7, paragraph (4), item (ii) of the Act without the resolution of the bondholders meeting, that fact;
八　社債管理補助者を定めることとするときは、その旨
(viii) if a bond administration assistant is to be appointed, that fact;
九　他の会社と合同して募集社債を発行するときは、その旨及び各会社の負担部分
(ix) when the corporate bonds for subscription are to be issued jointly with any other company, that fact, and the proportionate share to be borne by each company;
十　社債管理者を定めたときは、その名称及び住所並びに法第六十一条の六の規定による委託に係る契約の内容
(x) if a bond administrator is appointed, their name and address; and the terms and conditions of a contract related to entrustment under Article 61-6 of the Act;
十一　社債管理補助者を定めたときは、その氏名又は名称及び住所並びに法第六十一条の七の二の規定による委託に係る契約の内容
(xi) when a bond administration assistant is appointed, their name and address, and the content of a contract related to entrustment under Article 61-7-2 of the Act;
十二　社債原簿管理人を定めたときは、その氏名又は名称及び住所
(xii) if a bond register administrator is appointed, their name and address; and
十三　社債が担保付社債であるときは、担保付社債信託法（明治三十八年法律第五十二号）第十九条第一項第一号、第十一号及び第十三号に掲げる事項
(xiii) when the corporate bond falls under the category of the secured bond, the matters stated in Article 19, paragraph (1), items (i), (xi) and (xiii) of the Secured Bond Trust Act (Act No. 52 of 1905).

（社債原簿記載事項）
(Matters to Be Stated in Bond Register)
第三十一条の五　法第六十一条の五において読み替えて準用する会社法第六百八十一条第七号（社債原簿）に規定する内閣府令で定める事項は、次に掲げる事項とする。
Article 31-5 The matters to be specified by Cabinet Office Order, as provided in Article 681, item (vii) (Bond Register) of the Companies Act as applied mutatis mutandis pursuant to Article 61-5 of the Act following the deemed replacement of terms, are as follows:
一　募集社債と引換えにする金銭の払込みに代えて金銭以外の財産の給付があったときは、その財産の価額及び給付の日
(i) when, in lieu of payment of money in exchange for the corporate bonds for subscription, property other than money was delivered, the value of the properties, and the date of delivery; and

二　社債権者が募集社債と引換えにする金銭の払込みをする債務と相互会社に対する債権とを相殺したときは、その債権の額及び相殺をした日

(ii) when the bondholder offset the obligation for payment of money in exchange for the corporate bonds for subscription with the claim held against to the mutual company, the amount of the claim and the date of the offset.

（閲覧権者）

(Persons Permitted Access to Information)

第三十一条の六　法第六十一条の五において読み替えて準用する会社法第六百八十四条第二項（社債原簿の備置き及び閲覧等）に規定する内閣府令で定める者は、社債権者その他の社債を発行した相互会社の債権者及び社員とする。

Article 31-6 The persons to be specified by Cabinet Office Order, as provided in Article 684, paragraph (2) (Keeping and Making Available for Inspection of Bond Register) of the Companies Act as applied mutatis mutandis pursuant to Article 61-5 of the Act following the deemed replacement of terms, are the bondholders, and any other creditors and members of the mutual company which is the issuer of the corporate bond.

（社債原簿記載事項の記載等の請求）

(Request for Entry of Matters to Be Contained in Bond Register)

第三十一条の七　法第六十一条の五において読み替えて準用する会社法第六百九十一条第二項（社債権者の請求による社債原簿記載事項の記載又は記録）に規定する内閣府令で定める場合は、次に掲げる場合とする。

Article 31-7 (1) The matters to be specified by Cabinet Office Order, as provided in Article 691, paragraph (2) (Entering or Recording Information Required to Be Entered in Bond Register as Requested by Bondholders) of the Companies Act as applied mutatis mutandis pursuant to Article 61-5 of the Act following the deemed replacement of terms, are as follows:

一　社債取得者（社債を発行した相互会社以外の者から当該社債を取得した者（当該社債を発行した相互会社を除く。）をいう。以下この条において同じ。）が、社債権者として社債原簿に記載若しくは記録がされた者又はその一般承継人に対して当該社債取得者の取得した社債に係る法第六十一条の五において準用する会社法第六百九十一条第一項の規定による請求をすべきことを命ずる確定判決を得た場合において、当該確定判決の内容を証する書面その他の資料を提供して請求をしたとき。

(i) if the corporate bond acquirer has obtained a final and binding judgment ordering that the person stated or recorded as the bondholder in the bond register or the bondholder's general successor is to, pursuant to the provisions of Article 691, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 61-5 of the Act, make a request related to the corporate bonds acquired by the corporate bond acquirer, and where the corporate bond acquirer has made a request by providing the documents certifying the details of the final and binding judgment and any other materials;

二　社債取得者が前号の確定判決と同一の効力を有するものの内容を証する書面その他の資料を提供して請求をしたとき。

(ii) when the corporate bond acquirer made a request by providing documents certifying the substances of the instrument having the same validity as the final and binding judgment as referred to in the preceding item;

三　社債取得者が一般承継により当該相互会社の社債を取得した者である場合において、当該一般承継を証する書面その他の資料を提供して請求をしたとき。

(iii) if the corporate bond acquirer has acquired the corporate bonds of the mutual company by way of general succession, and has made a request by providing the documents certifying the fact of the general succession and any other materials; and

四　社債取得者が当該相互会社の社債を競売により取得した者である場合において、当該競売により取得したことを証する書面その他の資料を提供して請求をしたとき。

(iv) if the corporate bond acquirer has acquired the corporate bonds of the mutual company by way of auction, and has made a request by providing the documents certifying acquisition by way of auction and any other materials.

２　前項の規定にかかわらず、社債取得者が取得した社債が社債券を発行する定めがあるものである場合には、法第六十一条の五において読み替えて準用する会社法第六百九十一条第二項に規定する内閣府令で定める場合は、社債取得者が社債券を提示して請求をした場合とする。

(2) Notwithstanding the provisions of the preceding paragraph, if the terms of the corporate bonds acquired by the corporate bond acquirer provides that the corporate bond certificates are issued, the case to be specified by Cabinet Office Order, as provided in Article 691, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 61-5 of the Act following the deemed replacement of terms, is the case where the corporate bond acquirer has made a request by presenting the corporate bond certificates.

（社債管理者を設置することを要しない場合）

(Exemption from Requirement of Appointment of Bond Administrator)

第三十一条の八　法第六十一条の六に規定する内閣府令で定める場合は、ある種類（法第六十一条の五において準用する会社法第六百八十一条第一号（社債原簿）に規定する種類をいう。以下この条において同じ。）の社債の総額を当該種類の各社債の金額の最低額で除して得た数が五十を下回る場合とする。

Article 31-8 The cases to be specified by Cabinet Office Order, as provided in Article 61-6 of the Act, are the case where the amount of the aggregate amount of a specific class of corporate bonds (the term "class" means the class as provided in Article 681, item (i) (Bond Register) of the Companies Act as applied mutatis mutandis pursuant to Article 61-5 of the Act; the same applies below in this Article), divided by the minimum amount of the respective class of corporate bonds is less than fifty.

（社債管理者の資格）

(Qualifications of Bond Administrator)

第三十一条の九　法第六十一条の七第八項において読み替えて準用する会社法第七百三条第三号に規定する内閣府令で定める者は、次に掲げる者とする。

Article 31-9 A person specified by Cabinet Office Order, as provided in Article 703, item (iii) of the Companies Act as applied mutatis mutandis pursuant to Article 61-7, paragraph (8) of the Act following the deemed replacement of terms, are as follows:

一　担保付社債信託法第三条（免許）の免許を受けた者

(i) a person licensed under Article 3 (Licenses) of the Secured Bond Trust Act;

二　農業協同組合法第十条第一項第二号及び第三号（事業）の事業を併せ行う農業協同組合又は農業協同組合連合会

(ii) agricultural cooperatives or a federation of agricultural cooperatives which additionally engage in the business referred to in Article 10, paragraph (1), items (ii) and (iii) (Business) of the Agricultural Cooperatives Act;

三　信用協同組合又は中小企業等協同組合法第九条の九第一項第一号（協同組合連合会）の事業を行う協同組合連合会

(iii) credit cooperatives, or a federation of cooperatives that carries out the business referred to in Article 9-9, paragraph (1), item (i) (Federation of Cooperatives) of the Small and Medium Sized Enterprise Cooperatives Act;

四　信用金庫又は信用金庫連合会

(iv) a shinkin bank, or a federation of shinkin banks;

五　労働金庫連合会

(v) The Rokinren Bank;

六　長期信用銀行法（昭和二十七年法律第百八十七号）第二条（定義）に規定する長期信用銀行

(vi) the long term credit bank as Provided in Article 2 (Definitions) of the Long Term Credit Bank Act (Act No. 187 of 1952);

七　保険会社

(vii) an insurance company;

八　農林中央金庫

(viii) The Norinchukin Bank; and

九　株式会社商工組合中央金庫

(ix) The Shoko Chukin Bank Ltd.

（特別の関係）

(Special Relationship)

第三十一条の十　法第六十一条の七第八項において読み替えて準用する会社法第七百十

条第二項第二号（社債管理者の責任）（法第六十一条の七第八項において準用する会社法第七百十二条（社債管理者が辞任した場合の責任）において準用する場合を含む。）に規定する内閣府令で定める特別の関係は、次に掲げる関係とする。

Article 31-10 (1) The special relationships to be specified by Cabinet Office Order, as provided in Article 710, paragraph (2), item (ii) (Liability of Bond Administrator) of the Companies Act as applied mutatis mutandis pursuant to Article 61-7, paragraph (8) of the Act following the deemed replacement of terms (including as applied mutatis mutandis pursuant to Article 712 (Liability of Bond Administrators after Resignation) of the Companies Act as applied mutatis mutandis pursuant to Article 61-7, paragraph (8) of the Act), are as follows:

一　法人の総社員又は総株主の議決権の百分の五十を超える議決権を有する者（以下この条において「支配社員」という。）と当該法人（以下この条において「被支配法人」という。）との関係

(i) relationship between a holder of the voting rights exceeding 50 percent of the voting rights held by all members or all shareholders of a corporation (referred to below as a "controlling member" in this Article), and the relevant corporation (referred to below as the "controlled corporation" in this Article); and

二　被支配法人とその支配社員の他の被支配法人との関係

(ii) relationship between the controlled corporation, and another controlled corporation of the controlling member.

２　支配社員とその被支配法人が合わせて他の法人の総社員又は総株主の議決権の百分の五十を超える議決権を有する場合には、当該他の法人も、当該支配社員の被支配法人とみなして前項の規定を適用する。

(2) If the controlling member and its controlled corporation hold voting rights in excess of 50 percent of the voting rights held by all members or all shareholders of another corporation, the relevant other corporation is also deemed as a controlled corporation of the controlling member, and the provisions of the preceding paragraph apply.

（社債管理補助者の資格）

(Qualifications of Assistant Bond Administrator)

第三十一条の十一　法第六十一条の七の三第六項において準用する会社法第七百十四条の三に規定する内閣府令で定める者は、次に掲げる者とする。

Article 31-11 The persons to be specified by Cabinet Office Order, as provided in Article 714-3 of the Companies Act, as applied mutatis mutandis pursuant to Article 61-7-3, paragraph (6) of the Act following the deemed replacement of terms, are as follows:

一　弁護士

(i) an attorney;

二　弁護士法人
(ii) a legal professional corporation; and
三　弁護士・外国法事務弁護士共同法人
(iii) a joint corporation of attorneys and registered foreign lawyers.

（社債権者集会の招集の決定事項）
(Matters to Be Determined upon Calling of Bondholders' Meeting)
第三十一条の十二　法第六十一条の八第二項において読み替えて準用する会社法第七百十九条第四号（社債権者集会の招集の決定）に規定する内閣府令で定める事項は、次に掲げる事項とする。
Article 31-12 The matters to be specified by Cabinet Office Order, as provided in Article 719, item (iv) (Determination of Convocation of Bondholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act following the deemed replacement of terms, are as follows:
一　次条の規定により社債権者集会参考書類（法第六十一条の八第二項において準用する会社法第七百二十一条第一項（社債権者集会参考書類及び議決権行使書面の交付等）に規定する社債権者集会参考書類をいう。次条において同じ。）に記載すべき事項
(i) the matters to be stated in the reference documents for bondholders meetings (meaning the reference documents for bondholders meetings as provided in Article 721, paragraph (1) (Delivery of Reference Documents for Bondholders Meeting and Voting Forms) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act; the same applies in the following Article), pursuant to the provisions of the following Article;
二　書面による議決権の行使の期限（社債権者集会の日時以前の時であって、法第六十一条の八第二項において準用する会社法第七百二十条第一項（社債権者集会の招集の通知）の規定による通知を発した日から二週間を経過した日以後の時に限る。）
(ii) the time limit for the exercise of voting rights in writing (limited to the timing on or before the date and time of the bondholders meeting, but which falls on or after the day when two weeks passes from the day of dispatching the notice under Article 720, paragraph (1) (Notice of Convocation of Bondholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act);
三　一の社債権者が同一の議案につき法第六十一条の八第二項において準用する会社法第七百二十六条第一項（書面による議決権の行使）（法第六十一条の八第二項において準用する会社法第七百十九条第三号に掲げる事項を定めた場合にあっては、法第六十一条の八第二項において準用する会社法第七百二十六条第一項又は第七百二十七条第一項（電磁的方法による議決権の行使））の規定により重複して議決権

を行使した場合において、当該同一の議案に対する議決権の行使の内容が異なるものであるときにおける当該社債権者の議決権の行使の取扱いに関する事項を定めるときは、その事項

(iii) the matter related to treatment of the exercise of voting rights by a bondholder, if the treatment is provided for the cases where a single bondholder exercises the voting rights in duplicate for the same item on the agenda pursuant to the provisions of Article 726, paragraph (1) (Voting in Writing) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act (or, if the matters stated in Article 719, item (iii) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act have been prescribed, pursuant to the provisions of Article 726, paragraph (1) or Article 727, paragraph (1) (Voting by Electronic or Magnetic Means) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act), and there is a discrepancy between the duplicate exercises of voting rights for the same item on the agenda;

四　第三十一条の十四第一項第三号の取扱いを定めるときは、その取扱いの内容

(iv) if the treatment under Article 31-14, paragraph (1), item (iii) is to be prescribed, the details of the treatment;

五　法第六十一条の八第二項において準用する会社法第七百十九条第三号に掲げる事項を定めたときは、次に掲げる事項

(v) if the matters stated in Article 719, item (iii) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act have been prescribed, the following matters:

イ　電磁的方法による議決権の行使の期限（社債権者集会の日時以前の時であって、法第六十一条の八第二項において準用する会社法第七百二十条第一項の規定による通知を発した日から二週間を経過した日以後の時に限る。）

(a) the time limit for the exercise of voting rights by electronic or magnetic means (limited to the timing on or before the date and time of the bondholders meeting, but which falls on or after the day when two weeks passes from the day of dispatching the notice under Article 720, paragraph (1) (Notice of Convocation of Bondholders' Meeting) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act);

ロ　法第六十一条の八第二項において準用する会社法第七百二十条第二項の承諾をした社債権者の請求があった時に当該社債権者に対して法第六十一条の八第二項において準用する会社法第七百二十一条第一項の規定による議決権行使書面（法第六十一条の八第二項において準用する会社法第七百二十一条第一項に規定する議決権行使書面をいう。第三十一条の十四において同じ。）の交付（当該交付に代えて行う法第六十一条の八第二項において準用する会社法第七百二十一条第二項の規定による電磁的方法による提供を含む。）をすることとするときは、その

旨

(b) if the voting form (meaning the voting form as provided in Article 721, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act; the same applies in Article 31-14) under Article 721, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act is to be delivered (including provision by electronic or magnetic means in lieu of the delivery, as under in Article 721, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act) to a bondholder and who has given an approval under Article 720, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act, subject to the bondholders request, that fact.

（社債権者集会参考書類）

(Reference Documents for Bondholders Meetings)

第三十一条の十三　社債権者集会参考書類には、次に掲げる事項を記載しなければならない。

Article 31-13 (1) The reference documents for bondholders meetings must contain the following matters:

一　議案及び提案の理由

(i) items on the agenda, and reason for the proposal;

二　議案が代表社債権者の選任に関する議案であるときは、次に掲げる事項

(ii) when the item on the agenda relates to the election of representative bondholder, the following matters:

イ　候補者の氏名又は名称

(a) the name of the candidate;

ロ　候補者の略歴又は沿革

(b) the brief history or outline of the candidate; and

ハ　候補者が社債を発行した相互会社、社債管理者又は社債管理補助者と特別の利害関係があるときは、その事実の概要

(c) if the candidate has any special relationship with the mutual company which is the issuer of the corporate bond, or with the bond administrator or bond administration assistant, the brief description of the facts.

２　社債権者集会参考書類には、前項に定めるもののほか、社債権者の議決権の行使について参考となると認める事項を記載することができる。

(2) Beyond what is provided for in the preceding paragraph, reference documents for bondholders meetings may include any matter as may be deemed informative in exercising the voting rights by bondholders.

３　同一の社債権者集会に関して社債権者に対して提供する社債権者集会参考書類に記載すべき事項のうち、他の書面に記載している事項又は電磁的方法により提供してい

る事項がある場合には、これらの事項は、社債権者集会参考書類に記載することを要しない。
(3) If, among the matters to be stated in the reference documents for bondholders meetings to be provided to bondholders in connection with the same bondholders meeting, there is any matter already specified in other document or any information provided by way of the electronic or magnetic means, these matters need not be included in the reference documents for bondholders meetings.
４　同一の社債権者集会に関して社債権者に対して提供する招集通知（法第六十一条の八第二項において準用する会社法第七百二十条第一項又は第二項（社債権者集会の招集の通知）の規定による通知をいう。以下この条及び次条において同じ。）の内容とすべき事項のうち、社債権者集会参考書類に記載している事項がある場合には、当該事項は、招集通知の内容とすることを要しない。
(4) If, among the matters to be included in the notice of calling (meaning a notice under Article 720, paragraph (1) or (2) (Notice of Convocation of Bondholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act; the same applies below in this Article and the following Article) to be sent to the bondholders in connection with the same bondholders meeting, there is any matter stated in the reference documents for bondholders meetings, these matters need not be included in the notice of calling.

（議決権行使書面）
(Voting Forms)
第三十一条の十四　法第六十一条の八第二項において準用する会社法第七百二十一条第一項（社債権者集会参考書類及び議決権行使書面の交付等）の規定により交付すべき議決権行使書面に記載すべき事項又は法第六十一条の八第二項において準用する会社法第七百二十二条第一項若しくは第二項の規定により電磁的方法により提供すべき議決権行使書面に記載すべき事項は、次に掲げる事項とする。
Article 31-14 (1) The matters to be stated in the voting form to be delivered pursuant to the provisions of Article 721, paragraph (1) (Delivery of Reference Documents for Bondholders Meetings and Voting Forms) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act, or the matters to be stated in the voting form provided by the electronic or magnetic means as referred to in Article 722, paragraph (1) or (2) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act are as follows:
一　各議案についての賛否（棄権の欄を設ける場合にあっては、棄権を含む。）を記載する欄
(i) space to indicate answer whether the bondholder consents to or dissents from each item on the agenda (if the space to indicate abstention from voting

is to be provided, including space to indicate the abstention from voting);

二　第三十一条の十二第三号に掲げる事項を定めたときは、当該事項

(ii) if the matters stated in Article 31-12, item (iii) have been prescribed, those matters;

三　第三十一条の十二第四号に掲げる事項を定めたときは、第一号の欄に記載がない議決権行使書面が招集者（法第六十一条の八第二項において準用する会社法第七百十九条（社債権者集会の招集の決定）に規定する招集者をいう。以下この条において同じ。）に提出された場合における各議案についての賛成、反対又は棄権のいずれかの意思の表示があったものとする取扱いの内容

(iii) the details of the treatment, if, when the matters stated in Article 31-12, item (iv) have been prescribed and where a voting form has been submitted to the convener (meaning the convener as provided in Article 719 (Determination of Convocation of Bondholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act; the same applies below in this Article) without any entry into the space referred to in item (i), the bondholder is to be treated to have manifested the intention to cast an affirmative or negative vote on the items or agenda, or to abstain from voting;

四　議決権の行使の期限

(iv) the time limit for the exercise of voting rights; and

五　議決権を行使すべき社債権者の氏名又は名称及び行使することができる議決権の額

(v) the name of the bondholders to exercise the voting rights, and the value of voting rights they entitle to exercise.

２　第三十一条の十二第五号ロに掲げる事項を定めた場合には、招集者は、法第六十一条の八第二項において準用する会社法第七百二十条第二項（社債権者集会の招集の通知）の承諾をした社債権者の請求があった時に、当該社債権者に対して、法第六十一条の八第二項において準用する会社法第七百二十一条第一項の規定による議決権行使書面の交付（当該交付に代えて行う法第六十一条の八第二項において準用する会社法第七百二十一条第二項の規定による電磁的方法による提供を含む。）をしなければならない。

(2) If the company has prescribed any provisions on the matters stated in Article 31-12, item (v), (b), a convener must, upon the request from the bondholder which has given an approval pursuant to the provisions of Article 720, paragraph (2) (Notice of Convocation of Bondholders Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act, deliver to the bondholder a voting form under Article 721, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act (the delivery includes the provision of information implemented by the electronic or magnetic means in lieu of the delivery pursuant to the provisions of Article 721, paragraph (2) of the

Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act).

３　同一の社債権者集会に関して社債権者に対して提供する議決権行使書面に記載すべき事項（第一項第二号から第四号までに掲げる事項に限る。）のうち、招集通知の内容としている事項がある場合には、当該事項は、社債権者に対して提供する議決権行使書面に記載することを要しない。

(3) If, among the matters to be contained in the notice of calling to be provided to bondholders in connection with the same bondholders meeting (limited to the matters specified in paragraph (1), items (ii) through (iv)), there is any matter already stated in the notice of calling, that matter need not be contained in the voting form to be provided to bondholders.

４　同一の社債権者集会に関して社債権者に対して提供する招集通知の内容とすべき事項のうち、議決権行使書面に記載している事項がある場合には、当該事項は、社債権者に対して提供する招集通知の内容とすることを要しない。

(4) If, among the matters to be contained in the notice of calling to be provided to bondholders in connection with the same bondholders meeting, there is any matter already stated in the voting form, that matter need not be contained in the notice of calling to be provided to bondholders.

（書面による議決権行使の期限）

(Time Limit for Exercise of Voting Rights in Writing)

第三十一条の十五　法第六十一条の八第二項において読み替えて準用する会社法第七百二十六条第二項（書面による議決権の行使）に規定する内閣府令で定める時は、第三十一条の十二第二号の行使の期限とする。

Article 31-15 The timing to be specified by Cabinet Office Order, as provided in Article 726, paragraph (2) (Voting in Writing) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act following the deemed replacement of terms, is the time limit for exercise referred to in Article 31-12, item (ii).

（電磁的方法による議決権行使の期限）

(Time Limit for Exercise of Voting Rights by Electronic or Magnetic Means)

第三十一条の十六　法第六十一条の八第二項において読み替えて準用する会社法第七百二十七条第一項（電磁的方法による議決権の行使）に規定する内閣府令で定める時は、第三十一条の十二第五号イの行使の期限とする。

Article 31-16 The timing to be specified by Cabinet Office Order, as provided in Article 727, paragraph (1) (Voting by Electronic or Magnetic Means) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act following the deemed replacement of terms, is the time limit for exercise referred to in Article 31-12, item (v), (a).

（社債権者集会の議事録）

(Minutes of Bondholders Meeting)

第三十一条の十七　法第六十一条の八第二項において準用する会社法第七百三十一条第一項（議事録）の規定による社債権者集会の議事録の作成については、この条の定めるところによる。

Article 31-17 (1) The preparation of the minutes of bondholders meeting, as referred to in Article 731, paragraph (3) (Minutes) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act, is as prescribed in this Article.

２　社債権者集会の議事録は、書面又は電磁的記録をもって作成しなければならない。

(2) The minutes of bondholders meeting must be prepared in writing or by electronic or magnetic records.

３　社債権者集会の議事録は、次に掲げる事項を内容とするものでなければならない。

(3) The minutes of bondholders meeting must contain the following matters:

一　社債権者集会が開催された日時及び場所

(i) the date and place of convocation of the bondholders meeting;

二　社債権者集会の議事の経過の要領及びその結果

(ii) the substance of the proceedings of the bondholders meeting, as well as the results;

三　法第六十一条の八第二項において準用する会社法第七百二十九条第一項（社債発行会社の代表者の出席等）の規定により社債権者集会において述べられた意見があるときは、その意見の内容の概要

(iii) if, pursuant to the provisions of Article 729, paragraph (1) (Attendance of Representative of Bond-Issuing Company) of the Companies Act as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act, any opinion was presented at the bondholders meeting, the outline of the opinions;

四　社債権者集会に出席した社債を発行した相互会社の代表者又は代理人の氏名

(iv) the name of the representative or agent of the mutual company which is the issuer of the corporate bond, present at the bondholders meeting;

五　社債権者集会に出席した社債管理者の代表者若しくは代理人の氏名又は社債管理補助者若しくはその代表者若しくは代理人の氏名

(v) the name of the representative or agent of the bond administrator, or the name of the bond administration assistant or its representative or agent, present at the bondholders meeting;

六　社債権者集会の議長が存するときは、議長の氏名

(vi) if the bondholders meeting was presided over by the chairperson, the name of the chairperson; and

七　議事録の作成に係る職務を行った者の氏名又は名称

(vii) the name of the person who took charge of the duties of preparation of the minutes.

４　法第六十一条の八第二項において読み替えて準用する会社法第七百三十五条の二第一項の規定により社債権者集会の決議があったものとみなされた場合には、社債権者集会の議事録は、次の各号に掲げる事項を内容とするものとする。

(4) If a resolution at a bondholders meeting is deemed to have been passed pursuant to the provisions of Article 735-2, paragraph (1) of the Companies Act, as applied mutatis mutandis pursuant to Article 61-8, paragraph (2) of the Act following the deemed replacement of terms, the minutes of the bondholders meeting are to include the following:

一　社債権者集会の決議があったものとみなされた事項の内容

(i) the details of the matters which are deemed to have been resolved at the bondholders meeting;

二　前号の事項の提案をした者の氏名又は名称

(ii) the name of the person who proposed the matter referred to in the preceding item;

三　社債権者集会の決議があったものとみなされた日

(iii) the day when the resolution of the bondholders meeting is deemed to have been made; and

四　議事録の作成に係る職務を行った者の氏名又は名称

(iv) the name of the person who took charge of the duty of the preparation of minutes.

第四款　事業の譲渡等
Subsection 4 Transfer, etc. of Business

（総資産額）

(Total Amount of Assets)

第三十二条　法第六十二条の二第一項第二号及び第二号の二イに規定する内閣府令で定める方法は、算定基準日（同項第二号又は第二号の二に規定する譲渡に係る契約を締結した日（当該契約により当該契約を締結した日と異なる時（当該契約を締結した日後から当該譲渡の効力が生ずる時の直前までの間の時に限る。）を定めた場合にあっては、当該時）をいう。以下この条において同じ。）における次に掲げる額の合計額をもって相互会社の総資産額とする方法とする。

Article 32 (1) The method to be specified by Cabinet Office Order, as provided in Article 62-2, paragraph (1), item (ii) and item (ii)-2, (a) of the Act, is the method whereby the total of the following amounts as of the cut-off date (meaning the date of conclusion of a contract for a transfer as provided in item (ii) or (ii)-2 of the same paragraph (if, under the contract, the timing other than the conclusion date (limited to the timing between the date of conclusion of the contract and the time immediately before the time when the transfer becomes effective) has been designated, the timing); the same applies below in this Article) is treated as the total amount of assets of the mutual company:

一　基金の額
(i) the amount of the funds;
二　基金償却積立金の額
(ii) the amount of reserve for redemption of funds;
三　基金償却積立金減少差益
(iii) the deficit in reserve for redemption of funds;
四　再評価積立金の額
(iv) the amount of the reassessment reserve;
五　剰余金の額
(v) the amount of surplus;
六　最終事業年度の末日（最終事業年度がない場合にあっては、相互会社の成立の日。以下この項及び次条第一項第六号において同じ。）における評価・換算差額等に係る額
(vi) the amount related to valuation and translation adjustments, etc. as of the last day of the most recent business year (if the mutual company has no most recent business year, as of the day of the incorporation; the same applies below in this paragraph and in item (vi), paragraph (1) of the following Article);
七　最終事業年度の末日において負債の部に計上した額
(vii) the amount recorded in the liabilities section as of the last day of the most recent business year; and
八　最終事業年度の末日後に吸収合併による他の会社の事業に係る権利義務の承継又は他の会社（外国会社及び外国相互会社を含む。）の事業の全部の譲受けをしたときは、これらの行為により承継又は譲受けをした負債の額
(viii) if, after the last day of the most recent business year, succession of the rights and obligations related to the business of other company through absorption-type merger, or acquisition of the entire business of other company (including a foreign company and a foreign mutual company) was implemented, the amount of liabilities succeeded to or acquired due to the conducts.
２　前項の規定にかかわらず、算定基準日において法第六十二条の二第一項第二号又は第二号の二に規定する譲渡をする相互会社が清算相互会社（法第百八十条の二に規定する清算相互会社をいう。以下同じ。）である場合における同項第二号及び第二号の二イに規定する内閣府令で定める方法は、法第百八十条の十七において準用する会社法第四百九十二条第一項（財産目録等の作成等）の規定により作成した貸借対照表の資産の部に計上した額をもって相互会社の総資産額とする方法とする。
(2) Notwithstanding the provisions of the preceding paragraph, if, as of the cut-off date, the mutual company implementing the transfer as provided in Article 62-2, paragraph (1), item (ii) or (ii)-2 of the Act is a liquidating mutual company (meaning a liquidating mutual company as provided in Article 180-2 of the Act; the same applies below), the method to be specified by Cabinet

Office Order, as provided in item (ii) and item (ii)-2, (a) of the same paragraph, is the method whereby the amount recorded in the asset section of the balance sheet prepared pursuant to the provisions of Article 492, paragraph (1) (Preparation of Inventory of Property) of the Companies Act as applied mutatis mutandis pursuant to Article 180-17 of the Act is treated as the total amount of assets of the mutual company.

（純資産額）

(Amount of Net Assets)

第三十二条の二　法第六十二条の二第一項第四号ロに規定する内閣府令で定める方法は、算定基準日（同号に規定する取得に係る契約を締結した日（当該契約により当該契約を締結した日と異なる時（当該契約を締結した日後から当該取得の効力が生ずる時の直前までの間の時に限る。）を定めた場合にあっては、当該時）をいう。以下この条において同じ。）における次に掲げる額の合計額をもって相互会社の純資産額とする方法とする。

Article 32-2 (1) The method to be specified by Cabinet Office Order, as provided in Article 62-2, paragraph (1), item (iv), (b) of the Act, is the method whereby the total of the following amounts as of the cut-off date (meaning the date of conclusion of a contract for an acquisition as provided in that item (if, under the contract, the timing other than the conclusion date (limited to the timing between the date of conclusion of the contract and the time immediately before the time when the acquisition becomes effective) has been designated, the timing); the same applies below in this Article) is treated as the amount of net assets of the mutual company:

一　基金の額

(i) the amount of funds;

二　基金償却積立金の額

(ii) the amount of reserve for redemption of funds;

三　基金償却積立金減少差益

(iii) the deficit in reserve for redemption;

四　再評価積立金の額

(iv) the amount of reassessment reserve;

五　剰余金の額

(v) the amount of surplus; and

六　最終事業年度の末日における評価・換算差額等に係る額

(vi) the amount related to valuation and translation adjustments, etc. as of the last day of the most recent business year.

２　前項の規定にかかわらず、算定基準日において法第六十二条の二第一項第四号に規定する取得をする相互会社が清算相互会社である場合における同号ロに規定する内閣府令で定める方法は、法第百八十条の十七において準用する会社法第四百九十二条第一項（財産目録等の作成等）の規定により作成した貸借対照表の資産の部に計上した

額から負債の部に計上した額を減じて得た額（当該額が五百万円を下回る場合にあっては、五百万円）をもって相互会社の純資産額とする方法とする。

(2) Notwithstanding the provisions of the preceding paragraph, if, on the cut-off date, the mutual company implementing the acquisition provided in Article 62-2, paragraph (1), item (iv) of the Act is a liquidating mutual company, the method to be specified by Cabinet Office Order, as provided in (b) of that item, is the method whereby the amount recorded in the asset section of the balance sheet prepared pursuant to the provisions of Article 492, paragraph (1) (Preparation of Inventory of Property) of the Companies Act as applied mutatis mutandis pursuant to Article 180-17 of the Act, less the amount recorded in the liabilities section (or five million yen, if the amount is less than five million yen) is treated as the amount of net assets of the mutual company.

第五款　雑則
Subsection 5 Miscellaneous Provisions

（非社員契約）

(Non-Membership Contract)

第三十三条　法第六十三条第一項に規定する内閣府令で定める種類の保険契約は、剰余金の分配のない保険契約とする。

Article 33 (1) The types of insurance contracts to be specified by Cabinet Office Order, as provided in Article 63, paragraph (1) of the Act, are an insurance contract without an option of distribution of surplus.

２　法第六十三条第二項に規定する内閣府令で定める事項は、同条第一項の保険契約（以下この款において「非社員契約」という。）に係る保険の引受けの限度とする。

(2) The matter to be specified by Cabinet Office Order, as provided in Article 63, paragraph (2) of the Act, is the limit on underwriting of insurance under the insurance contract referred to in paragraph (1) of the same Article (referred to below as "non-membership contract" in this Section).

３　相互会社が保険者となる保険契約に係る第一号に掲げる額に第二号に掲げる額を加算した金額の第三号に掲げる額に第四号に掲げる額を加算した金額に対する割合は、百分の二十を超えてはならない。

(3) The ratio of the sum of the amounts stated in items (i) and (ii) which relates to the insurance contract wherein the mutual company is the insurer, to the sum of the amounts stated in items (iii) and (iv), must not exceed 20 percent:

一　元受保険契約のうち非社員契約であるものに係る保険料の総額

(i) the aggregate amount of insurance premiums for the primary insurance contract which fall under the category of non-membership contract;

二　受再保険契約（他の保険会社（外国保険業者を含む。以下この項において同じ。）を相手方として引き受ける再保険契約をいう。以下この項において同じ。）の保険契約者である保険会社ごとに、当該保険会社を相手方として引き受けた受再

保険契約に係る保険料（以下この項において「受再保険料」という。）の総額から当該総額を限度として当該保険会社を保険者として締結した再保険契約に係る保険料の総額を控除した残額に、当該保険会社に係る受再保険料の総額のうちに非社員契約に係る保険料の総額の占める割合を乗じて算出される金額を合算した金額

(ii) for each insurance company which is the policyholder under outwards reinsurance contract (meaning a reinsurance contract underwritten for another insurance company (including a foreign insurer; the same applies below in this paragraph); the same applies below in this paragraph), the sum of the following amounts: the aggregate amount of insurance premiums under the outwards insurance contract underwritten for another insurance company (referred to below as "outwards reinsurance premiums" in this paragraph) after deduction of the total insurance premiums under the reinsurance contract wherein the insurer is the insurance company, in which case the deduction is up to the first-mentioned aggregate amount, multiplied by the proportion of the aggregate amount of insurance premiums under the non-membership contract to the aggregate amount of the outwards reinsurance premiums in relation to another insurance company;

三　元受保険契約に係る保険料の総額

(iii) the aggregate amount of insurance premiums under the outwards reinsurance contract; and

四　受再保険契約の保険契約者である保険会社ごとに、当該保険会社に係る受再保険料の総額から当該総額を限度として当該保険会社を保険者として締結した再保険契約に係る保険料の総額を控除した額を合算した額

(iv) for each insurance company which is the policyholder under the outwards reinsurance contract, the sum of the following: aggregate amount of outwards reinsurance premiums related to the insurance company, after the deduction of the aggregate amount of insurance premiums under the reinsurance wherein the insurer is another insurance company as the insured, in which case the deduction is up to the first-mentioned aggregate amount.

４　自動車損害賠償保障法第五条（責任保険の契約の締結強制）の自動車損害賠償責任保険の契約又は地震保険に関する法律（昭和四十一年法律第七十三号）第二条第二項（定義）に規定する地震保険契約に係る保険契約者を社員としない旨を定款で定めている場合においては、これらの保険契約に係る保険料は、前項の規定にかかわらず、同項の保険料に算入しないものとする。

(4) Notwithstanding the provisions of the preceding paragraph, if the articles of incorporation provides that the policyholders will not be the members under the contract for automobile damage liability insurance prescribed in Article 5 (Mandatory Execution of Liability Insurance Contract) of the Automobile Liability Security Act or under the earthquake insurance contract as provided in Article 2, paragraph (2) (Definitions) of the Act on Earthquake Insurance

(Act No. 73 of 1966), the insurance premiums under these insurance contract are to be excluded for the calculation of the insurance premiums under the preceding paragraph.

５　法第二百四十一条第一項の規定により保険契約の移転の協議を命ぜられた保険会社等又は外国保険会社等から当該保険契約の移転を受ける場合又は被管理会社（法第二百四十二条第一項の被管理会社をいう。次項において同じ。）から法第二百四十七条第二項の承認（同条第四項の承認を含む。次項において同じ。）を受けた同条第一項の計画に従って保険契約の移転を受ける場合においては、当該移転に係る保険契約に係る保険料は、第三項の規定にかかわらず、同項の保険料に算入しないものとする。

(5) Notwithstanding the provisions of paragraph (3), when the insurance contracts are transferred from the insurance company, etc. or foreign insurance company, etc. which has been subject to an order to hold a consultation on transfer of the insurance contracts pursuant to the provisions of Article 241, paragraph (1) of the Act, or where the insurance contracts are transferred from the managed company (meaning the managed company referred to in Article 242, paragraph (1) of the Act; the same applies in the following paragraph) in accordance with the plan under Article 247, paragraph (1) of the Act as approved pursuant to the provisions of paragraph (2) of the same Article (including the approval under paragraph (4) of the Article; the same applies in the following paragraph), the insurance premiums under these insurance contracts transferred are to be excluded for the calculation of the insurance premiums under paragraph (3).

６　法第二百四十一条第一項の規定により合併の協議を命ぜられた保険会社と合併する場合又は被管理会社と法第二百四十七条第二項の承認を受けた同条第一項の計画に従って合併する場合においては、当該保険会社又は当該被管理会社を保険者とする保険契約に係る保険料は、第三項の規定にかかわらず、同項の保険料に算入しないものとする。

(6) Notwithstanding the provisions of paragraph (3), when the mutual company is merged with the insurance company ordered to hold a consultation on merger pursuant to the provisions of Article 241, paragraph (1) of the Act, or where the mutual company merges with the managed company in accordance with the plan under Article 247, paragraph (1) of the Act as approved pursuant to the provisions of paragraph (2) of the same Article, the insurance premiums under the insurance contracts wherein the insurance company or the managed company the insured are to be excluded for the calculation of the insurance premiums under paragraph (3).

第三十四条　相互会社は、非社員契約を締結しようとするときは、保険契約者になろうとする者に対して社員とはならない旨を告げなければならない。

Article 34 When a mutual company intends to conclude a non-membership contract, it must notify the prospective policyholder the fact that the person will not acquire a status of a member.

第三十五条　非社員契約に係る経理については、事業年度における収支の状況を記載した書類を作成し、事業年度終了後四月以内に金融庁長官（少額短期保険業者（金融庁長官の指定する少額短期保険業者を除く。）である相互会社にあっては、当該少額短期保険業者の本店又は主たる事務所の所在地を管轄する財務局長（当該所在地が福岡財務支局の管轄区域内にある場合にあっては、福岡財務支局長））に提出しなければならない。

Article 35 Regarding accounting related to non-membership contracts, a document specifying the status of income and expenditure for the business year must be prepared, which must be submitted to the Commissioner of the Financial Services Agency (in the case of a mutual company which falls under the category of a small amount and short term insurer (excluding the small amount and short term insurer designated by the Commissioner of the Financial Services Agency), the Director-General of Local Finance Bureau having jurisdiction over the location of the small amount and short term insurer's head office or principal office (or the Director-General of the Fukuoka Local Finance Branch Bureau, if the location falls within the district of the Fukuoka Local Finance Branch Bureau)), within four months after the end of the business year.

（登記に関する事項）

(Matters Related to Commercial Registration)

第三十五条の二　次の各号に掲げる規定に規定する内閣府令で定めるものは、当該各号に定める行為をするために使用する自動公衆送信装置のうち当該行為をするための用に供する部分をインターネットにおいて識別するための文字、記号その他の符号又はこれらの結合であって、情報の提供を受ける者がその使用に係る電子計算機に入力することによって当該情報の内容を閲覧し、当該電子計算機に備えられたファイルに当該情報を記録することができるものとする。

Article 35-2 (1) The measures to be specified by Cabinet Office Order, as provided in the provisions stated in the following items are the characters, numbers, marks or any other types of symbols or their combination created for the online identification of the portion of the automatic public transmission server assigned for implementing the measure under the same paragraph, which enables the information recipients to browse the details of information by inputting it into the computers they use and to record the information into the file stored on the computers:

一　法第六十四条第二項第十六号　法第五十四条の七第三項の規定による措置

(i) Article 64, paragraph (2), item (xvi) of the Act: measure under Article 54-7, paragraph (3) of the Act; and

二　法第六十四条第二項第十八号イ　相互会社が行う電子公告

(ii) Article 64, paragraph (2), item (xviii), (a): electronic public notice to be given by a mutual company.

２　法第六十四条第二項第十八号に規定する場合には、同号イに掲げる事項であって、決算公告（法第五十四条の七第一項の規定による公告をいう。以下この項において同じ。）の内容である情報の提供を受けるためのものを、当該事項であって決算公告以外の公告の内容である情報の提供を受けるためのものと別に登記することができる。

(2) In the case provided in Article 64, paragraph (2), item (xviii) of the Act, the matters specified in (a) of that item which are for receiving the provision of information on the details of the public notice of account closing (meaning the public notice under Article 54-7, paragraph (1) of the Act; the same applies below in this paragraph) may be registered separately from the matters which are for receiving the provision of information on the details of the public notice other than that public notice of account closing.

第三節　組織変更

Section 3 Entity Conversion

第一款　株式会社から相互会社への組織変更

Subsection 1 Entity Conversion from Stock Company to Mutual Company

（株式会社から相互会社への組織変更に係る組織変更計画）

(Entity Conversion Plan on Entity Conversion from Stock Company to Mutual Company)

第三十六条　法第六十九条第四項第五号に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 36 The matters to be specified by Cabinet Office Order, as provided in Article 69, paragraph (4), item (v) of the Act, are as follows:

一　組織変更後相互会社（法第六十九条第四項第一号に規定する組織変更後相互会社をいう。以下同じ。）が組織変更に際して組織変更をする株式会社の株主に対してその株式に代わる金銭を交付するときは、当該金銭の額又はその算定方法

(i) if the converted mutual company (meaning a converted mutual company as provided in Article 69, paragraph (4), item (i) of the Act; the same applies below) delivers, upon the entity conversion, to shareholders of the converting stock company money in lieu of the shares, the amount of the money and of calculation;

二　前号に規定する場合には、組織変更をする株式会社の株主（組織変更をする株式会社を除く。）に対する同号の金銭の割当てに関する事項

(ii) in the case provided in the preceding item, the matters related to allocation of money under that item to the shareholder of the converting stock company (such shareholder excludes the converting stock company);

三　組織変更をする株式会社が新株予約権を発行しているときは、組織変更後相互会

社が組織変更に際して当該新株予約権の新株予約権者に対して交付する当該新株予約権に代わる金銭の額又はその算定方法

(iii) if the converting stock company has issued share options, the amount or calculation method of money in lieu of the share options, which is to be delivered by the converted mutual company to the share option holders upon the implementation of the entity conversion;

四　前号に規定する場合には、組織変更をする株式会社の新株予約権の新株予約権者に対する同号の金銭の割当てに関する事項

(iv) in the case provided in the preceding item, the matters related to allocation of money under the same paragraph to the share option holders of the converting stock company; and

五　組織変更後相互会社の任意積立金の額

(v) the amount of voluntary reserve of the converted mutual company.

（組織変更をする株式会社の事前開示事項）

(Matters Subject to Prior Disclosure by Converting Stock Company)

第三十六条の二　法第六十九条の二第一項に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 36-2 The matters specified by Cabinet Office Order, as provided in Article 69-2, paragraph (1) of the Act, are as follows:

一　組織変更に関する議案の内容

(i) the details of the item on the agenda regarding the entity conversion;

二　前条第一号及び第二号に掲げる事項についての定め（当該定めがない場合にあっては、当該定めがないこと）の相当性に関する事項

(ii) matters related to adequacy of the provisions on the matters stated in items (i) and (ii) of the preceding Article (if there is no such provision, the adequacy as to the lack of provision);

三　法第六十九条第四項第一号の基金の総額及び同項第二号の準備金の額の相当性に関する事項

(iii) matters related to adequacy of the aggregate amount of the funds as referred to in Article 69, paragraph (4), item (i) of the Act, and the amount of the reserve as referred to in item (ii) of the same paragraph;

四　組織変更をする株式会社が新株予約権を発行しているときは、前条第三号及び第四号に掲げる事項についての定めの相当性に関する事項

(iv) the matters related to adequacy of the provisions on the matters stated in items (iii) and (iv) of the preceding Article, if the converting stock company has issued share options;

五　組織変更をする株式会社（清算株式会社（会社法第四百七十六条（清算株式会社の能力）に規定する清算株式会社をいう。以下同じ。）を除く。）についての次に掲げる事項

(v) the following matters related to the converting stock company (excluding a liquidating stock company (meaning a liquidating stock company as provided in Article 476 (Capacity of Liquidating Stock Companies) of the Companies Act; the same applies below)):

イ　最終事業年度に係る計算書類等（株式会社にあっては各事業年度に係る計算書類（会社法第四百三十五条第二項（計算書類等の作成及び保存）（法第十三条の規定により読み替えて適用する場合を含む。）に規定する計算書類をいう。第八章第二節において同じ。）及び事業報告（会社法第四百三十六条第一項又は第二項（計算書類等の監査等）（法第十三条の規定により読み替えて適用する場合を含む。）の規定の適用がある場合にあっては、監査報告又は会計監査報告を含む。）をいい、相互会社にあっては各事業年度に係る計算書類（法第五十四条の三第二項に規定する計算書類をいう。以下この節及び第八章第二節において同じ。）及び事業報告（監査報告又は会計監査報告を含む。）をいう。以下この節並びに第八章第二節及び第二節の二において同じ。）（最終事業年度がない場合にあっては、組織変更をする株式会社の成立の日における貸借対照表）の内容

(a) the details of the financial statements, etc. related to the most recent business year (the term "financial statements" has the following meanings: in the case of a stock company, the financial statements for each business year (meaning the financial statements as provided in Article 435, paragraph (2) (Preparation and Retention of Financial Statements) of the Companies Act (including the cases where applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms); the same applies in Section 2 of Chapter VIII), and business report for each business year (including the audit report and accounting audit report, in cases of falling under Article 436, paragraph (1) or (2) (Audit of Financial Statements) of the Companies Act (including the cases where applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms)); or, in the case of a mutual company, the financial statements for each business year (meaning the financial statements provided in Article 54-3, paragraph (2) of the Act; the same applies below in this Section and Chapter VIII, Section 2) and business report for each business year (including audit report or accounting audit report); the same applies below in this Section, and Sections 2 and 2-2 of Chapter VIII) (if the company has no most recent business year, the details of the balance sheet as of the day of incorporation of the converting stock company);

ロ　最終事業年度の末日（最終事業年度がない場合にあっては、組織変更をする株式会社の成立の日。ハにおいて同じ。）後の日を臨時決算日（二以上の臨時決算日がある場合にあっては、最も遅いもの）とする臨時計算書類等（会社法第四百四十一条第一項（臨時計算書類）に規定する臨時計算書類（同条第二項の規定の適用がある場合にあっては、監査報告又は会計監査報告を含む。）をいう。以下同じ。）があるときは、当該臨時計算書類等の内容

(b) if the company has provisional financial statements, etc. (meaning the provisional financial statements as provided in Article 441, paragraph (1) (Provisional Financial Statements) of the Companies Act (including the audit report or accounting audit report, if the provisions of paragraph (2) of the Article apply); the same applies below) prepared as of a certain day which falls after the last day of the most recent business year (if the company has no most recent business year, after the date of incorporation of the converting stock company; the same applies in (c)) as the provisional account closing date (if there are two or more provisional account closing dates, the latest day), the details of the provisional financial statements, etc.; and

ハ　最終事業年度の末日後に重要な財産の処分、重大な債務の負担その他の会社財産の状況に重要な影響を与える事象が生じたときは、その内容（組織変更計画備置開始日（法第六十九条の二第二項に規定する組織変更計画備置開始日をいう。以下この款において同じ。）後組織変更の効力が生ずる日までの間に新たな最終事業年度が存することとなる場合にあっては、当該新たな最終事業年度の末日後に生じた事象の内容に限る。）

(c) if, after the last day of the most recent business year, disposition of any important asset, assumption of a material obligation or any other event which would have a material impact on the company's asset status has taken place, the details of event (if the new most recent business year falls within the period between the day on which the entity conversion plan began to be kept (meaning the day on which the entity conversion plan began to be kept as provided in Article 69-2, paragraph (2) of the Act; the same applies below in this Section) and the day when the entity conversion becomes effective, the above is limited to the accounts of the events which have taken place after the last day of the new most recent business year);

六　組織変更をする株式会社（清算株式会社に限る。）が会社法第四百九十二条第一項（財産目録等の作成等）の規定により作成した貸借対照表

(vi) the balance sheet of by the converting stock company (limited to a liquidating stock company) prepared pursuant to the provisions of Article 492, paragraph (1) (Preparation of Inventory of Property) of the Companies Act;

七　組織変更後相互会社の債務（法第七十条第一項の規定により組織変更について異議を述べることができる保険契約者その他の債権者に対して負担する債務（保険契約者その他保険契約に係る権利を有する者の当該権利（保険金請求権等を除く。）に係る債務を除く。）に限る。）の履行の見込みに関する事項

(vii) the matters related to the prospect on performance by the converted mutual company of its obligations (limited to the obligations against the policyholder or any other creditor entitled to raise an objection as to the entity conversion pursuant to the provisions of Article 70, paragraph (1) of the Act (excluding the obligations related to the rights (excluding insurance claims, etc.) of the policyholders or any other holder of the rights in an insurance contract)); and

八　組織変更計画備置開始日後組織変更が効力を生ずる日までの間に、前各号に掲げる事項に変更が生じたときは、変更後の当該事項

(viii) if, for the period between the day on which the entity conversion plan began to be kept and the day when the entity conversion becomes effective, any change has arisen in any of the matters listed in the preceding items, those matters after the change.

（組織変更後相互会社の事後開示事項）

(Matters Subject to Ex-Post Facto Disclosure by Converted Mutual Company)

第三十六条の三　法第六十九条の二第四項に規定する内閣府令で定める事項は、前条各号に掲げる事項とする。

Article 36-3 The matters to be specified by Cabinet Office Order, as provided in Article 69-2, paragraph (4) of the Act, are the matters specified in the items of the preceding Article.

（計算書類に関する事項）

(Matters Related to Financial Statements)

第三十六条の四　法第七十条第二項第三号に規定する内閣府令で定めるものは、同項の規定による公告の日における次の各号に掲げる場合の区分に応じ、当該各号に定めるものとする。

Article 36-4 The matters to be specified by Cabinet Office Order, as provided in Article 70, paragraph (2), item (iii) of the Act, are the matters prescribed in the following items, in accordance with the categories of the cases applicable as of the date of public notice under the same paragraph:

一　最終事業年度に係る貸借対照表又はその要旨につき組織変更をする株式会社が法第十三条の規定により読み替えて適用する会社法第四百四十条第一項の規定又は同条第二項（計算書類の公告）の規定による公告をしている場合　次に掲げるもの

(i) if a converting stock company has given a public notice under Article 440, paragraphs (1) and (2) (Public Notice of Financial Statements) of the Companies Act applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms regarding its balance sheet for the most recent business year or its summary: the following information:

イ　時事に関する事項を掲載する日刊新聞紙で公告をしているときは、当該日刊新聞紙の名称、日付及び当該公告が掲載されている頁

(a) if the public notice is given by publication on a daily newspaper featuring news on current events, the name and date of the newspaper, and the page number on which the public notice has been published; or

ロ　電子公告により公告をしているときは、会社法第九百十一条第三項第二十八号

イ（株式会社の設立の登記）に掲げる事項
(b) if the public notice is given by electronic public notice, the matters stated in Article 911, paragraph (3), item (xxviii), (a) (Registration of Incorporation of a Stock Company) of the Companies Act;

二　最終事業年度に係る貸借対照表につき組織変更をする株式会社が会社法第四百四十条第三項に規定する措置をとっている場合　同法第九百十一条第三項第二十六号に掲げる事項

(ii) if the converting stock company has implemented the measures provided in Article 440, paragraph (3) of the Companies Act, regarding the balance sheet for the most recent business year: the matters stated in Article 911, paragraph (3), item (xxvi) of that Act;

三　組織変更をする株式会社が会社法第四百四十条第四項に規定する株式会社である場合において、当該株式会社が金融商品取引法第二十四条第一項（有価証券報告書の提出）の規定により最終事業年度に係る有価証券報告書を提出しているとき　その旨

(iii) if the converting stock company is a stock company as provided in Article 440, paragraph (4) of the Companies Act, and where it has submitted the annual securities report for the most recent business year pursuant to the provisions of Article 24, paragraph (1) (Submission of Annual Reports) of the Financial Instruments and Exchange Act: that fact;

四　組織変更をする株式会社が会社法の施行に伴う関係法律の整備等に関する法律第二十八条（計算書類の公告等に関する規定の適用除外）の規定により会社法第四百四十条の規定が適用されないものである場合　その旨

(iv) if, pursuant to the provisions of Article 28 (Exclusion from Application of Provisions Concerning Public Notice of Financial Statements) of the Act on Arrangement of Relevant Acts Incidental to Enforcement of the Companies Act, the converting stock company is exempted from application of Article 440 of the Companies Act: that fact;

五　組織変更をする株式会社につき最終事業年度がない場合　その旨

(v) if the converting stock company does not have most recent business year: that fact;

六　組織変更をする株式会社が清算株式会社である場合　その旨

(vi) if the converting stock company is a liquidating stock company: that fact;

七　前各号に掲げる場合以外の場合　最終事業年度に係る別紙様式第二号（少額短期保険業者にあっては別紙様式第二号の三、特定取引勘定設置会社にあっては別紙様式第二号の二）に定める貸借対照表の要旨の内容

(vii) in cases other than those stated in the preceding items: the details of the summary of the balance sheet for the most recent business year as specified in Appended Form No. 2 (or Appended Form No. 2-3, in the case of a small amount and short term insurer; or Appended Form No. 2-2, in the case of a company with specified transaction account).

（株式会社から相互会社への組織変更に係る公告事項）

(Matters Subject to Public Notice Related to Entity Conversion from Stock Company to Mutual Company)

第三十六条の五　法第七十条第二項第五号に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 36-5 The matters to be specified by Cabinet Office Order, as provided in Article 70, paragraph (2), item (v) of the Act, are as follows:

一　組織変更後相互会社の基金の総額

(i) the total amount of the funds in the converted mutual company;

二　株主及び新株予約権者に対する補償に関する事項

(ii) the matters related to compensation for shareholders and share option holders; and

三　組織変更後における保険契約者の権利に関する事項

(iii) the matters related to the rights of policyholders, after the implementation of the entity conversion.

（保険契約に係る債権の額）

(Amount of Claims Concerning Insurance Contract)

第三十七条　法第七十条第六項に規定する内閣府令で定める金額は、生命保険会社にあっては第一号に掲げる金額とし、損害保険会社にあっては第二号及び第三号に掲げる金額の合計額とし、少額短期保険業者にあっては第二号に掲げる金額とする。

Article 37 The amount to be specified by Cabinet Office Order, as provided in Article 70, paragraph (6) of the Act, is the amount stated in item (i), in the case of a life insurance company; the total of the amounts stated in items (ii) and (iii), in the case of a non-life insurance company; and the amount stated in item (ii), in the case of a small amount and short term insurer:

一　法第七十条第二項の公告（以下この条において「公告」という。）の時において被保険者のために積み立てるべき金額

(i) the amount to be reserved for the insured, as of the time of the public notice under Article 70, paragraph (2) of the Act (referred to below as the "public notice" in this Article);

二　未経過期間（保険契約に定めた保険期間のうち、公告の時において、まだ経過していない期間をいう。）に対応する保険料の金額

(ii) the amount of the insurance premiums corresponding to the unexpired period (meaning the insurance period provided for in an insurance contract, outstanding as of the time of the public notice); and

三　公告の時において第七十条第一項第三号の払戻積立金として積み立てるべき金額

(iii) the amount to be reserved as the refund reserve referred to in Article 70, paragraph (1), item (iii), as of the time of the public notice.

（招集の決定事項）
(Matters to Be Determined upon Calling of Meeting)
第三十八条　法第七十四条第三項において読み替えて準用する会社法第六十七条第一項第五号（創立総会の招集の決定）に規定する内閣府令で定める事項は、次に掲げる事項とする。
Article 38 The matters to be specified by Cabinet Office Order, as provided in Article 67, paragraph (1), item (v) (Determinations to Call Organizational Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act following the deemed replacement of terms, are as follows:
一　法第七十四条第三項において読み替えて準用する会社法第六十七条第一項第一号に規定する保険契約者総会の場所が過去に開催した株主総会のいずれの場所とも著しく離れた場所であるとき（次に掲げる場合を除く。）は、その場所を決定した理由
(i) if the place of policyholders meeting as provided in Article 67, paragraph (1), item (i) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act following the deemed replacement of terms is substantially far from any place of shareholders meetings previously held (excluding the following cases), the reason for determining the place:
イ　当該場所が組織変更をする株式会社の株主総会の場所として定款で定められたもの又は法第六十九条第一項の株主総会において決議されたものである場合
(a) that the place is designated in the articles of incorporation as the place of shareholders meeting of the converting stock company, or that the place has been determined by the resolution of the shareholders meeting pursuant to the provisions of Article 69, paragraph (1) of the Act;
ロ　当該場所で開催することについて保険契約者総会に出席しない保険契約者全員の同意がある場合
(b) that all policyholders not attending the policyholders meeting have consented to convocation at the place;
二　法第七十四条第三項において準用する会社法第六十七条第一項第三号又は第四号に掲げる事項を定めたときは、次に掲げる事項（法第六十九条第一項の株主総会においてロからニまでに掲げる事項についての決議がある場合における当該事項を除く。）
(ii) if the matters stated in Article 67, paragraph (1), item (iii) or (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act have been prescribed, the following matters (excluding the matters specified in items (b) through (d), if any of the matters was resolved at the shareholders meeting referred to in Article 69, paragraph (1) of the Act):
イ　次条第一項の規定により保険契約者総会参考書類（法第七十四条第三項において読み替えて準用する会社法第七十条第一項（創立総会参考書類及び議決権行使

書面の交付等）に規定する保険契約者総会参考書類をいう。以下この款において同じ。）に記載すべき事項

(a) the matters to be stated in the reference documents for a policyholders meeting (meaning reference documents for a policyholders meeting as provided in Article 70, paragraph (1) (Giving of Reference Documents for Organizational Meetings and Voting Forms) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act following the deemed replacement of terms; the same applies below in this Subsection), pursuant to the provisions of paragraph (1) of the following Article;

ロ　特定の時（保険契約者総会の日時以前の時であって、法第七十四条第三項において準用する会社法第六十八条第一項（創立総会の招集の通知）の規定により通知を発した日から二週間を経過した日以後の時に限る。）をもって書面による議決権の行使の期限とする旨を定めるときは、その特定の時

(b) if a specific timing (limited to the timing on or before the date and time of the policyholders meeting, but which falls on or after the day when two weeks passes from the day of dispatching the notice under Article 68, paragraph (1) (Notices of Calling Organizational Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act) is to be designated as the time limit for the exercise of voting rights in writing, the specific timing;

ハ　特定の時（保険契約者総会の日時以前の時であって、法第七十四条第三項において準用する会社法第六十八条第一項の規定により通知を発した日から二週間を経過した日以後の時に限る。）をもって電磁的方法による議決権の行使の期限とする旨を定めるときは、その特定の時

(c) if a specific timing (limited to the timing on or before the date and time of the policyholders meeting, but which falls on or after the day when two weeks passes from the day of dispatching the notice under Article 68, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act) is to be designated as the time limit for the exercise of voting rights by electronic or magnetic means, the specific timing;

ニ　保険契約者から各議案についての賛否を記載する欄に記載がない議決権行使書面（法第七十四条第三項において準用する会社法第七十条第一項に規定する議決権行使書面をいう。以下この条及び第三十八条の四において同じ。）が組織変更をする株式会社に提出された場合における各議案についての賛成、反対又は棄権のいずれかの意思の表示があったものとする取扱いを定めるときは、その取扱いの内容

(d) the details of the treatment, if, when a voting form (meaning the voting form as provided in Article 70, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act;

the same applies below in this Article and Article 38-4) is submitted to the converting stock company without any entry in the space to indicate answer whether the policyholder casts an affirmative or negative vote on the items on the agenda, the policyholder is to be treated to have manifested the intention to cast an affirmative or negative vote on the items on agenda, or to abstain from voting;

ホ　第三十八条の三第一項の措置をとることにより保険契約者に対して提供する保険契約者総会参考書類に記載しないものとする事項

(e) the matter to be omitted from the reference documents for a policyholders meeting to be provided to policyholders, due to the ground of implementation of the measure under Article 38-3, paragraph (1);

へ　一の保険契約者が同一の議案につき次に掲げる場合の区分に応じ、次に定める規定により重複して議決権を行使した場合において、当該同一の議案に対する議決権の行使の内容が異なるものであるときにおける当該保険契約者の議決権の行使の取扱いに関する事項を定めるとき（次号に規定する場合を除く。）は、その事項

(f) the matter related to treatment of the exercise of voting rights by a policyholder, if the treatment is provided for the cases where a single policyholder exercises the voting rights in duplicate for the same item on the agenda pursuant to the following provisions categorized by the cases as respectively stated in those provisions and where there is a discrepancy between the duplicate exercises of voting rights for the same item on the agenda (excluding the cases provided in the following item):

（１）　法第七十四条第三項において準用する会社法第六十七条第一項第三号に掲げる事項を定めた場合　法第七十四条第三項において準用する会社法第七十五条第一項（書面による議決権の行使）

1. when the matter specified in Article 67, paragraph (1), item (iii) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act is provided: Article 75, paragraph (1) (Voting in Writing) of the Companies Act applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act;

（２）　法第七十四条第三項において準用する会社法第六十七条第一項第四号に掲げる事項を定めた場合　法第七十四条第三項において読み替えて準用する会社法第七十六条第一項（電磁的方法による議決権の行使）

2. when the matter specified in Article 67, paragraph (1), item (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act is provided: Article 76, paragraph (1) (Voting by Electronic or Magnetic Means) of the Companies Act applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act following the deemed replacement of terms;

三　法第七十四条第三項において準用する会社法第六十七条第一項第三号及び第四号

に掲げる事項を定めたときは、次に掲げる事項（法第六十九条第一項の株主総会においてイ又はロに掲げる事項についての決議がある場合における当該事項を除く。）

(iii) the following matters, when the matters specified in Article 67, paragraph (1), items (iii) and (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act are provided (excluding the matters stated in (a) or (b), if the matters are resolved by the shareholders meeting referred to in Article 69, paragraph (1) of the Act):

イ　法第七十四条第三項において読み替えて準用する会社法第六十八条第三項の承諾をした保険契約者の請求があった時に当該保険契約者に対して法第七十四条第三項において準用する会社法第七十条第一項の規定による議決権行使書面の交付（当該交付に代えて行う法第七十四条第三項において準用する会社法第七十条第二項の規定による電磁的方法による提供を含む。）をすることとするときは、その旨

(a) if the voting form under Article 70, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act is to be delivered (including provision by electronic or magnetic means in lieu of the delivery, as under Article 70, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act) to a policyholder who has given an approval under Article 68, paragraph (3) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act following the deemed replacement of terms, subject to the policyholder's request, that fact;

ロ　一の保険契約者が同一の議案につき法第七十四条第三項において準用する会社法第七十五条第一項又は第七十六条第一項の規定により重複して議決権を行使した場合において、当該同一の議案に対する議決権の行使の内容が異なるものであるときにおける当該保険契約者の議決権の行使の取扱いに関する事項を定めるときは、その事項

(b) the matter related to treatment of the exercise of voting rights by a policyholder, if the treatment is provided for the cases where a single policyholder exercises the voting rights in duplicate for the same item on the agenda pursuant to the provisions of Article 75, paragraph (1) or Article 76, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act and where there is a discrepancy between the duplicate exercises of voting rights for the same item on the agenda are not the same;

四　法第七十四条第三項において準用する会社法第七十四条第一項の規定による代理人による議決権の行使について、代理権（代理人の資格を含む。）を証明する方法、代理人の数その他代理人による議決権の行使に関する事項を定めるとき（当該事項について法第六十九条第一項の決議があった場合を除く。）は、その事項

(iv) when, in connection with proxy voting under Article 74, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act, any matter related to proxy voting such as method of certifying the authority of representation (including qualification of proxies) and number of proxies are to be provided, the matters (excluding the cases where the matters are resolved pursuant to the provisions of Article 69, paragraph (1) of the Act);

五　第二号に規定する場合以外の場合においては、次に掲げる事項に係る議案の概要

(v) in cases other than those provided in item (ii), the outline of the item on the agenda regarding the following matters:

イ　役員等の選任

(a) election of officers, etc.; and

ロ　定款の変更

(b) amendment to articles of incorporation.

（保険契約者総会参考書類）

(Reference Documents for General Meetings of Policyholders)

第三十八条の二　法第七十四条第三項において読み替えて準用する会社法第七十条第一項又は第七十一条第一項（創立総会参考書類及び議決権行使書面の交付等）の規定により交付すべき保険契約者総会参考書類は、別紙様式第五号に準じて作成しなければならない。

Article 38-2 (1) The reference documents for a policyholders meeting to be delivered pursuant to the provisions of Article 70, paragraph (1) or Article 71, paragraph (1) (Giving of Reference Documents for Organizational Meeting and Voting Forms) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act following the deemed replacement of terms must be prepared in accordance with Appended Form No. 5.

２　法第七十四条第三項において読み替えて準用する会社法第六十七条第一項第三号及び第四号（創立総会の招集の決定）に掲げる事項を定めた組織変更をする株式会社が行った保険契約者総会参考書類の交付（当該交付に代えて行う電磁的方法による提供を含む。）は、法第七十四条第三項において読み替えて準用する会社法第七十条第一項及び第七十一条第一項の規定による保険契約者総会参考書類の交付とする。

(2) The delivery of reference documents for a policyholders meeting implemented by a stock company, which provides for the matters specified in Article 67, paragraph (1), items (iii) and (iv) (Determinations to Call Organizational Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act following the deemed replacement of terms (the delivery includes the provision of information implemented by the electronic or magnetic means in lieu of the delivery) is the delivery of the reference documents for a policyholders meeting under Article 70, paragraph (1) and Article 71, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act following the deemed

replacement of terms.

３　取締役は、保険契約者総会参考書類に記載すべき事項について、招集通知（法第七十四条第三項において準用する会社法第六十八条第二項又は第三項（創立総会の招集の通知）の規定による通知をいう。以下この条から第三十八条の四までにおいて同じ。）を発出した日から保険契約者総会の前日までの間に修正をすべき事情が生じた場合における修正後の事項を保険契約者に周知させる方法を、当該招集通知と併せて通知することができる。

(3) A director may, in addition to a notice of calling (meaning a notice under Article 68, paragraph (2) or (3) (Notices of Calling Organizational Meetings) of the Companies Act, as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act; the same applies below in this Article through Article 38-4), notify the method of announcement of updated information to the policyholders if there occurs any event requiring modification to any matter to be stated in the reference documents for a policyholders meeting for the period between the day of dispatching the notice of calling and the day immediately prior to the date of the policyholders meeting.

４　同一の保険契約者総会に関して保険契約者に対して提供する保険契約者総会参考書類に記載すべき事項のうち、他の書面に記載している事項又は電磁的方法により提供する事項がある場合には、これらの事項は、保険契約者に対して提供する保険契約者総会参考書類に記載することを要しない。この場合においては、他の書面に記載している事項又は電磁的方法により提供する事項があることを明らかにしなければならない。

(4) if, among the matters to be stated in the reference documents for a policyholders meeting to be provided to policyholders in connection with the same policyholders meeting, there is any matter already included in any other document or any information to be provided by way of the electronic or magnetic means, the matters need not be included in the reference documents for a policyholders meeting to be provided to the policyholders. In this case, it must be specifically noted that there is any matter already stated in other document or any information to be provided by way of the electronic or magnetic means.

５　同一の保険契約者総会に関して保険契約者に対して提供する招集通知の内容とすべき事項のうち、保険契約者総会参考書類に記載している事項がある場合には、当該事項は、保険契約者に対して提供する招集通知の内容とすることを要しない。

(5) If, among the matters to be included in the notice of calling to be sent to the policyholders in connection with the same policyholders meeting, there is any matter already stated in the reference documents for a policyholders meeting, these matters need not be included in the notice of calling to be sent to the policyholders.

（保険契約者総会参考書類の記載の特則）

(Special Rules for Preparation of Reference Documents for General Meetings of Policyholders)

第三十八条の三　保険契約者総会参考書類に記載すべき事項（次に掲げるものを除く。）に係る情報を、当該保険契約者総会に係る招集通知を発出する時から当該保険契約者総会の日から三月が経過する日までの間、継続して電磁的方法により保険契約者が提供を受けることができる状態に置く措置（第十四条の五第一項第一号ロに掲げる方法のうち、インターネットに接続された自動公衆送信装置を使用する方法によって行われるものに限る。第三項において同じ。）をとる場合には、当該事項は、当該事項を記載した保険契約者総会参考書類を保険契約者に対して提供したものとみなす。ただし、この項の措置をとる旨の法第六十九条第一項の決議がある場合に限る。

Article 38-3 (1) If, for the period between the time of dispatching a notice of calling of the policyholders meeting and the day when three months passes from the day of the policyholders meeting, the measure (limited to the method specified in Article 14-5, paragraph (1), item (i), (b), which is to be implemented by the method using automatic public transmission server connected to the Internet; the same applies in paragraph (3)) is implemented so as to keep policyholders accessible to information related to the matters to be contained in the relevant reference documents for a policyholders meeting (excluding the following matters) by electronic or magnetic means, the reference documents for a policyholders meeting containing the matters are deemed to have been provided to the policyholders; provided, however, that this is limited to the case where a resolution under Article 69, paragraph (1) of the Act has been adopted, specifying that the measure referred to in this paragraph will be implemented:

一　議案

(i) items on agenda;

二　次項の規定により保険契約者総会参考書類に記載すべき事項

(ii) the matters to be specified in the reference documents for a policyholders meeting pursuant to the provisions of the following paragraph; and

三　保険契約者総会参考書類に記載すべき事項（前号に掲げるものを除く。）につきこの項の措置をとることについて監査役、監査等委員会又は監査委員会が異議を述べている場合における当該事項

(iii) if, in connection with the implementation of the measures in relation to the matters to be stated in the reference documents for a policyholders meeting (excluding the matters specified in the preceding item), any company auditor, audit and supervisory committee or audit committee raised any objection, that matter.

２　前項の場合には、保険契約者に対して提供する保険契約者総会参考書類に、同項の措置をとるために使用する自動公衆送信装置のうち当該措置をとるための用に供する部分をインターネットにおいて識別するための文字、記号その他の符号又はこれらの結合であって、情報の提供を受ける者がその使用に係る電子計算機に入力することに

よって当該情報の内容を閲覧し、当該電子計算機に備えられたファイルに当該情報を記録することができるものを記載しなければならない。
(2) In the case referred to in the preceding paragraph, the reference documents for a policyholders meeting to be provided to policyholders must contain the characters, numbers, marks or any other types of symbols or their combination created for the online identification of the portion of the automatic public transmission server assigned for implementing the measure referred to in the same paragraph, which enables the information recipients to browse the details of information by inputting it into the computers they use and to record the information into the file stored on the computers.
３　第一項の規定は、同項各号に掲げる事項に係る情報についても、電磁的方法により保険契約者が提供を受けることができる状態に置く措置をとることを妨げるものではない。
(3) The provisions of paragraph (1) do not preclude taking measures to keep policyholders able to access the information related to the matters stated in each item of the same paragraph by electronic or magnetic means.

（議決権行使書面）
(Voting Forms)
第三十八条の四　法第七十四条第三項において準用する会社法第七十条第一項（創立総会参考書類及び議決権行使書面の交付等）の規定により交付すべき議決権行使書面は、別紙様式第五号の二に準じて作成しなければならない。
Article 38-4 (1) Voting forms to be delivered pursuant to the provisions of Article 70, paragraph (1) (Giving of Reference Documents for Organizational Meetings and Voting Forms) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act must be prepared in accordance with Appended Form No. 5-2.
２　法第七十四条第三項において準用する会社法第七十一条第三項又は第四項（創立総会参考書類及び議決権行使書面の交付等）の規定により電磁的方法により提供すべき議決権行使書面に記載すべき事項は、別紙様式第五号の二の定めるところによる。
(2) The matters to be contained in the voting form to be provided by electronic or magnetic means as referred to in Article 71, paragraph (3) or (4) (Giving of Reference Documents for Organizational Meetings and Voting Forms) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act are as prescribed in Appended Form No. 5-2.
３　第三十八条第三号イに掲げる事項についての定めがある場合には、組織変更をする株式会社は、法第七十四条第三項において準用する会社法第六十八条第三項（創立総会の招集の通知）の承諾をした保険契約者の請求があった時に、当該保険契約者に対して、法第七十四条第三項において準用する会社法第七十条第一項の規定による議決権行使書面の交付（当該交付に代えて行う法第七十四条第三項において準用する会社法第七十条第二項の規定による電磁的方法による提供を含む。）をしなければならな

い。
(3) If the converting stock company has prescribed any provisions on the matters listed in Article 38, item (iii), (a), it must, upon the request from the policyholder who has given an approval pursuant to the provisions of Article 68, paragraph (3) (Notices of Calling Organizational Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act, deliver to the policyholder a voting form under Article 70, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act (the delivery includes the provision of information implemented by the electronic or magnetic means in lieu of the delivery, as under Article 70, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act)
４　同一の保険契約者総会に関して保険契約者に対して提供する招集通知の内容とすべき事項のうち、議決権行使書面に記載している事項がある場合には、当該事項は、招集通知の内容とすることを要しない。
(4) If, among the matters to be contained in the notice of calling to be provided to policyholders in connection with the same policyholders meeting, there is any matter already stated in the voting form, these matters need not be contained in the notice of calling.
５　同一の保険契約者総会に関して保険契約者に対して提供する議決権行使書面に記載すべき事項（次に掲げるものに限る。）のうち、招集通知の内容としている事項がある場合には、当該事項は、議決権行使書面に記載することを要しない。
(5) If, among the matters to be contained in the voting form (limited to the matters specified in the following) to be provided to policyholders in connection with the same policyholders meeting, there is any matter already stated in the notice of calling, these matters need not be contained in the voting form:
一　第三十八条第二号ニに掲げる事項
(i) the matter stated in Article 38, item (ii), (d);
二　第三十八条第三号ロに掲げる事項
(ii) the matter stated in Article 38, item (iii), (b); and
三　議決権の行使の期限
(iii) the time limit for the exercise of voting rights.

（書面による議決権行使の期限）
(Time Limit for Voting in Writing)
第三十八条の五　法第七十四条第三項において読み替えて準用する会社法第七十五条第一項（書面による議決権の行使）に規定する内閣府令で定める時は、保険契約者総会の日時の直前の営業時間の終了時（第三十八条第二号ロに掲げる事項についての定めがある場合にあっては、同号ロの特定の時）とする。
Article 38-5 The timing to be specified by Cabinet Office Order, as provided in Article 75, paragraph (1) (Voting in Writing) of the Companies Act as applied

mutatis mutandis pursuant to Article 74, paragraph (3) of the Act following the deemed replacement of terms is the end of the business hour immediately before the time of policyholders meeting (if the matter specified in Article 38, item (ii), (b) has been provided, the specific time stated in (b) of that item).

（電磁的方法による議決権行使の期限）

(Time Limit for Exercise of Voting Rights by Electronic or Magnetic Means)

第三十八条の六　法第七十四条第三項において読み替えて準用する会社法第七十六条第一項（電磁的方法による議決権の行使）に規定する内閣府令で定める時は、保険契約者総会の日時の直前の営業時間の終了時（第三十八条第二号ハに掲げる事項についての定めがある場合にあっては、同号ハの特定の時）とする。

Article 38-6 The timing to be specified by Cabinet Office Order, as provided in Article 76, paragraph (1) (Voting by Electronic or Magnetic Means) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act following the deemed replacement of terms is the end of the business hour immediately before the date and time of the policyholders meeting (if the matter specified in Article 38, item (ii), (b) is provided, the specific time stated in (b) of that item).

（組織変更をする株式会社の説明義務）

(Accountability of Converting Stock Company)

第三十八条の七　法第七十四条第三項において読み替えて準用する会社法第七十八条（発起人の説明義務）に規定する内閣府令で定める場合は、次に掲げる場合とする。

Article 38-7 The cases to be specified by Cabinet Office Order, as provided in Article 78 (Accountability of Incorporators) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act following the deemed replacement of terms, are as follows:

一　保険契約者が説明を求めた事項について説明をするために調査をすることが必要である場合（次に掲げる場合を除く。）

(i) cases where it is necessary to perform an investigation in order to provide explanation for any matter so requested by the policyholder (excluding the following cases):

イ　当該保険契約者が保険契約者総会の日より相当の期間前に当該事項を組織変更をする株式会社に対して通知した場合

(a) cases where the policyholder has notified the converting stock company of the matter within a reasonable period of time before the day of the policyholders meeting; or

ロ　当該事項について説明をするために必要な調査が著しく容易である場合

(b) cases where it is extremely easy to conduct investigation necessary in order to provide explanation on the matter;

二　保険契約者が説明を求めた事項について説明をすることにより組織変更をする株

式会社その他の者（当該保険契約者を除く。）の権利を侵害することとなる場合
(ii) cases where giving explanation on the matter so requested by the policyholder would be detrimental to the rights of the converting stock company or any other parties (excluding the policyholder);
三　保険契約者が当該保険契約者総会において実質的に同一の事項について繰り返して説明を求める場合
(iii) cases where the policyholder repeatedly requests explanation on the substantially identical subjects at the policyholders meeting; and
四　前三号に掲げる場合のほか、保険契約者が説明を求めた事項について説明をしないことにつき正当な理由がある場合
(iv) beyond the cases stated in the preceding three items, cases where there is any justifiable ground for refraining from giving explanation on the matters so requested by a policyholder.

（保険契約者総会の議事録）
(Minutes of General Meeting of Policyholders)
第三十八条の八　法第七十四条第三項において読み替えて準用する会社法第八十一条第一項（議事録）の規定による保険契約者総会の議事録の作成については、この条の定めるところによる。
Article 38-8 (1) The preparation of minutes of policyholders meeting under Article 81, paragraph (1) (Minutes) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act following the deemed replacement of terms is as prescribed in this Article.
２　保険契約者総会の議事録は、書面又は電磁的記録をもって作成しなければならない。
(2) The minutes of policyholders meeting must be prepared in writing or by electronic or magnetic records.
３　保険契約者総会の議事録は、次に掲げる事項を内容とするものでなければならない。
(3) The minutes of the policyholders meeting must contain the following matters:
一　保険契約者総会が開催された日時及び場所（当該場所に存しない取締役（監査等委員会設置会社にあっては、監査等委員である取締役又はそれ以外の取締役。第三号において同じ。）、執行役、会計参与、監査役、会計監査人又は保険契約者が保険契約者総会に出席をした場合における当該出席の方法を含む。）
(i) the date and place of convocation of the policyholders meeting (including the method of attendance, if any director (or any director who is not an audit and supervisory committee member or any other director, in the case of a company with audit and supervisory committee; the same applies in item (iii)), executive officer, accounting advisor, company auditor, financial auditor or policyholder not present at the place attended the policyholders meeting);
二　保険契約者総会の議事の経過の要領及びその結果
(ii) the substance of the proceedings of the policyholders meeting, as well as

the results;
三　保険契約者総会に出席した取締役、執行役、会計参与、監査役又は会計監査人の氏名又は名称
(iii) the names of the directors, executive officers, accounting advisors, company auditors or financial auditors who attended the policyholders meeting;
四　保険契約者総会の議長が存するときは、議長の氏名
(iv) if the policyholders meeting was presided over by the chairperson, the name of the chairperson; and
五　議事録の作成に係る職務を行った取締役の氏名
(v) the names of the director who took charge of duties to prepare the minutes.

（保険契約者総代会に関する決議事項）
(Matters to Be Resolved at Policyholder Representatives Meeting)
第三十九条　法第七十七条第二項に規定する内閣府令で定める事項は、次に掲げる事項とする。
Article 39 The matters to be specified by Cabinet Office Order, as provided in Article 77, paragraph (2) of the Act, are as follows:
一　総代の定数
(i) the authorized number of representative policyholders;
二　保険契約者総代会の構成
(ii) the composition of the policyholder representatives meeting;
三　総代の選出の方法
(iii) the method of election of representative policyholders; and
四　総代に欠員が生じた場合の措置
(iv) the measures to be implemented in the case of a vacancy in offices of representative policyholders.

（保険契約に係る債権の額）
(Amount of Claim Concerning Insurance Contract)
第四十条　法第七十七条第五項に規定する内閣府令で定める金額は、生命保険会社にあっては第一号に掲げる金額とし、損害保険会社にあっては第二号及び第三号に掲げる金額の合計額とし、少額短期保険業者にあっては第二号に掲げる金額とする。
Article 40 The amount to be specified by Cabinet Office Order, as provided in Article 77, paragraph (5) of the Act, is as follows: the amount stated in item (i), in the case of a life insurance company; the total of the amounts stated in items (ii) and (iii), in the case of a non-life insurance company; or the amount stated in item (ii), in the case of a small amount and short term insurer:
一　法第七十七条第四項の公告（以下この条において「公告」という。）の時において被保険者のために積み立てるべき金額
(i) the amount to be set aside for the insured, as of the time of the public notice

under Article 77, paragraph (4) of the Act (referred to below as the "public notice" in this Article);

二　未経過期間（保険契約に定めた保険期間のうち、公告の時において、まだ経過していない期間をいう。）に対応する保険料の金額

(ii) the amount of the insurance premiums corresponding to the unexpired period (meaning the insurance period provided for in an insurance contract, outstanding as of the time of the public notice); and

三　公告の時において第七十条第一項第三号の払戻積立金として積み立てるべき金額

(iii) the amount to be set aside as the refund reserve referred to in Article 70, paragraph (1), item (iii), as of the time of the public notice.

（招集の決定事項）

(Matters to Be Determined upon Calling of Meeting)

第四十条の二　法第七十七条第六項において読み替えて準用する法第七十四条第三項において準用する会社法第六十七条第一項第五号（創立総会の招集の決定）に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 40-2 The matters to be specified by Cabinet Office Order, as provided in Article 67, paragraph (1), item (v) (Determinations to Call Organizational Meetings) of the Companies Act, as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act following the deemed replacement of terms, are as follows:

一　法第七十七条第六項において読み替えて準用する法第七十四条第三項において準用する会社法第六十七条第一項第一号に規定する保険契約者総代会の場所が過去に開催した株主総会のいずれの場所とも著しく離れた場所であるとき（次に掲げる場合を除く。）は、その場所を決定した理由

(i) if the place of a policyholder representatives meeting as provided in Article 67, paragraph (1), item (i) of the Companies Act, as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act following the deemed replacement of terms, is substantially far from any place of shareholders meetings previously held (excluding the following cases), the reason for determining the place:

イ　当該場所が組織変更をする株式会社の株主総会の場所として定款で定められたもの又は法第七十七条第一項の株主総会において決議されたものである場合

(a) that the place has been designated in the articles of incorporation as the place of shareholders meeting of the converting stock company, or that the place has been determined by the resolution of the shareholders meeting pursuant to the provisions of Article 77, paragraph (1) of the Act;

ロ　当該場所で開催することについて保険契約者総代会に出席しない総代全員の同意がある場合

(b) that all representative policyholders not attending the policyholder representatives meeting have consented to convocation at the place;

二　法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第六十七条第一項第三号又は第四号に掲げる事項を定めたときは、次に掲げる事項（法第七十七条第一項の株主総会においてロからニまでに掲げる事項についての決議がある場合における当該事項を除く。）

(ii) when the matters stated in Article 67, paragraph (1), item (iii) or (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act are provided, the following matters (excluding the matters specified in (b) through (d), if any of the matters was resolved at the shareholders meeting as referred to in Article 77, paragraph (1) of the Act):

イ　次条第一項の規定により保険契約者総代会参考書類（法第七十七条第六項において読み替えて準用する法第七十四条第三項において準用する会社法第七十条第一項（創立総会参考書類及び議決権行使書面の交付等）に規定する保険契約者総代会参考書類をいう。以下この款において同じ。）に記載すべき事項

(a) the matters to be stated in the reference documents for policyholder representatives meetings (meaning reference documents for policyholder representatives meetings as provided in Article 70, paragraph (1) (Giving of Reference Documents for Organizational Meetings and Voting Forms) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act following the deemed replacement of terms; the same applies below in this Subsection), pursuant to the provisions of paragraph (1) of the following Article;

ロ　特定の時（保険契約者総代会の日時以前の時であって、法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第六十八条第一項（創立総会の招集の通知）の規定により通知を発した日から二週間を経過した日以後の時に限る。）をもって書面による議決権の行使の期限とする旨を定めるときは、その特定の時

(b) when a specific timing (limited to the timing on or before the date and time of the policyholder representatives meeting, but which falls on or after the day when two weeks passes from the day of dispatching the notice under Article 68, paragraph (1) (Notices of Calling Organizational Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act) is to be designated as the time limit for the exercise of voting rights in writing, the specific timing;

ハ　特定の時（保険契約者総代会の日時以前の時であって、法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第六十八条第一項の

規定により通知を発した日から二週間を経過した日以後の時に限る。）をもって電磁的方法による議決権の行使の期限とする旨を定めるときは、その特定の時

(c) when a specific timing (limited to the timing on or before the date and time of the policyholder representatives meeting, but falls on or after the day when two weeks passes from the day of dispatching the notice under Article 68, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act) is to be designated as the time limit for the exercise of voting rights by electronic or magnetic means, the specific timing;

ニ　総代から各議案についての賛否を記載する欄に記載がない議決権行使書面（法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第七十条第一項に規定する議決権行使書面をいう。以下この条及び第四十条の五において同じ。）が組織変更をする株式会社に提出された場合における各議案についての賛成、反対又は棄権のいずれかの意思の表示があったものとする取扱いを定めるときは、その取扱いの内容

(d) the details of the treatment, if, when a voting form (meaning the voting form as provided in Article 70, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act; the same applies below in this Article and Article 40-5) is submitted to the converting stock company without any entry in the space to indicate answer whether the representative policyholder casts an affirmative or negative vote on the items on the agenda, the representative policyholder is to be treated to have manifested the intention to case an affirmative or negative vote on the items or agenda, or to abstain from voting;

ホ　第四十条の四第一項の措置をとることにより総代に対して提供する保険契約者総代会参考書類に記載しないものとする事項

(e) the matter to be omitted from the reference documents for policyholder representatives meetings to be provided to representative policyholders, due to the ground of implementation of the measure under Article 40-4, paragraph (1);

ヘ　一の総代が同一の議案につき次に掲げる場合の区分に応じ、次に定める規定により重複して議決権を行使した場合において、当該同一の議案に対する議決権の行使の内容が異なるものであるときにおける当該総代の議決権の行使の取扱いに関する事項を定めるとき（次号に規定する場合を除く。）は、その事項

(f) the matter related to treatment of the exercise of voting rights by a representative policyholder, if the treatment is provided for the cases where a single representative policyholder exercises the voting rights in duplicate for the same item on the agenda pursuant to the following provisions categorized by the cases as respectively stated in those provisions and where there is a discrepancy between the duplicate exercises of voting rights for the same item on the agenda (excluding the cases provided in the following item):

（１）　法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第六十七条第一項第三号に掲げる事項を定めた場合　法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第七十五条第一項（書面による議決権の行使）

1. when the matter specified in Article 67, paragraph (1), item (iii) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act is provided: Article 75, paragraph (1) (Voting in Writing) of the Companies Act applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act;

（２）　法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第六十七条第一項第四号に掲げる事項を定めた場合　法第七十七条第六項において準用する法第七十四条第三項において読み替えて準用する会社法第七十六条第一項（電磁的方法による議決権の行使）

2. when the matter specified in Article 67, paragraph (1), item (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act is provided: Article 76, paragraph (1) (Voting by Electronic or Magnetic Means) of the Companies Act applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act following the deemed replacement of terms as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act;

三　法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第六十七条第一項第三号及び第四号に掲げる事項を定めたときは、次に掲げる事項（法第七十七条第一項の株主総会においてイ又はロに掲げる事項についての決議がある場合における当該事項を除く。）

(iii) the following matters, when the matters specified in Article 67, paragraph (1), items (iii) and (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act is provided (excluding the matters stated in (a) or (b), if any of the matters was resolved by the shareholders meeting referred to in Article 77, paragraph (1) of the Act):

イ　法第七十七条第六項において読み替えて準用する法第七十四条第三項において

準用する会社法第六十八条第三項の承諾をした総代の請求があった時に当該総代に対して法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第七十条第一項の規定による議決権行使書面の交付（当該交付に代えて行う法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第七十条第二項の規定による電磁的方法による提供を含む。）をすることとするときは、その旨

(a) if the voting form under Article 70, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act is to be delivered (including provision by electronic or magnetic means in lieu of the delivery, as under Article 70, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act) to a representative policyholder who has given an approval under Article 68, paragraph (3) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act following the deemed replacement of terms, subject to the representative policyholder's request, that fact;

ロ　一の総代が同一の議案につき法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第七十五条第一項又は第七十六条第一項の規定により重複して議決権を行使した場合において、当該同一の議案に対する議決権の行使の内容が異なるものであるときにおける当該総代の議決権の行使の取扱いに関する事項を定めるときは、その事項

(b) the matter related to treatment of the exercise of voting rights by a representative policyholder, if the treatment is provided for the cases where a single representative policyholder exercises the voting rights in duplicate for the same item on the agenda pursuant to the provisions of Article 75, paragraph (1) or Article 76, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act and where there is a discrepancy between the duplicate exercises of voting rights for the same item on the agenda;

四　法第七十七条第六項において準用する法第四十四条の二第一項の規定による代理人による議決権の行使について、代理権（代理人の資格を含む。）を証明する方法その他代理人による議決権の行使に関する事項を定めるとき（当該事項について法第七十七条第一項の決議があった場合を除く。）は、その事項

(iv) when, in connection with proxy voting under Article 44-2, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act, any matter related to proxy voting such as method of certifying the authority of representation (including qualification of proxies) is to be provided, the matters (excluding the cases where the matters have been resolved pursuant to the provisions of Article 77, paragraph (1) of the Act);

五　第二号に規定する場合以外の場合においては、次に掲げる事項に係る議案の概要

(v) in cases other than those provided in item (ii), the outline of the item on the agenda regarding the following matters:

イ　役員等の選任

(a) election of officers, etc.; and

ロ　定款の変更

(b) amendment to articles of incorporation.

（保険契約者総代会参考書類）

(Reference Documents for Policyholder Representatives Meetings)

第四十条の三　法第七十七条第六項において読み替えて準用する法第七十四条第三項において準用する会社法第七十条第一項又は第七十一条第一項（創立総会参考書類及び議決権行使書面の交付等）の規定により交付すべき保険契約者総代会参考書類は、別紙様式第五号の三に準じて作成しなければならない。

Article 40-3 (1) The reference documents for policyholder representatives meetings to be delivered pursuant to the provisions of Article 70, paragraph (1) or Article 71, paragraph (1) (Giving of Reference Documents for Organizational Meetings and Voting Forms) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act following the deemed replacement of terms must be prepared in accordance with Appended Form No. 5.

２　法第七十七条第六項において読み替えて準用する法第七十四条第三項において準用する会社法第六十七条第一項第三号及び第四号（創立総会の招集の決定）に掲げる事項を定めた組織変更をする株式会社が行った保険契約者総代会参考書類の交付（当該交付に代えて行う電磁的方法による提供を含む。）は、法第七十七条第六項において読み替えて準用する法第七十四条第三項において準用する会社法第七十条第一項及び第七十一条第一項の規定による保険契約者総代会参考書類の交付とする。

(2) The delivery of reference documents for policyholder representatives meetings implemented by a converting stock company, which provides for the matters specified in Article 67, paragraph (1), items (iii) and (iv) (Determinations to Call Organizational Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act following the deemed replacement of terms (the delivery includes the provision of information implemented by the electronic or magnetic means in lieu of the delivery) is the delivery of the reference documents for policyholder representatives meetings under Article 70, paragraph (1) and Article 71,

paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act following the deemed replacement of terms.

３　取締役は、保険契約者総代会参考書類に記載すべき事項について、招集通知（法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第六十八条第二項又は第三項（創立総会の招集の通知）の規定による通知をいう。以下この条から第四十条の五までにおいて同じ。）を発出した日から保険契約者総代会の前日までの間に修正をすべき事情が生じた場合における修正後の事項を総代に周知させる方法を、当該招集通知と併せて通知することができる。

(3) A director may, in addition to a notice of calling (meaning a notice under Article 68, paragraph (2) or (3) (Notices of Calling Organizational Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act; the same applies below in this Article through Article 40-5), notify the method of announcement of updated information to representative policyholders if there occurs any event requiring modification to any matter to be stated in the reference documents for policyholder representatives meetings for the period between the day of dispatching the notice of calling and the day immediately prior to the day of the policyholder representatives meeting.

４　同一の保険契約者総代会に関して総代に対して提供する保険契約者総代会参考書類に記載すべき事項のうち、他の書面に記載している事項又は電磁的方法により提供する事項がある場合には、これらの事項は、総代に対して提供する保険契約者総代会参考書類に記載することを要しない。この場合においては、他の書面に記載している事項又は電磁的方法により提供する事項があることを明らかにしなければならない。

(4) If, among the matters to be stated in the reference documents for policyholder representatives meetings to be provided to representative policyholders in connection with the same policyholder representatives meeting, there is any matter already stated in other document or any information to be provided by electronic or magnetic means, these matters needs not be included in the reference documents for policyholder representatives meetings to be provided to the representative policyholders. In this case, it must be specifically noted that there is any matter already stated in other document or any information to be provided by electronic or magnetic means.

５　同一の保険契約者総代会に関して総代に対して提供する招集通知の内容とすべき事項のうち、保険契約者総代会参考書類に記載している事項がある場合には、当該事項は、総代に対して提供する招集通知の内容とすることを要しない。

(5) If, among the matters to be included in the notice of calling to be sent to the representative policyholders in connection with the same policyholder representatives meeting, there is any matter stated in the reference documents

for policyholder representatives meetings, these matters need not be included in the notice of calling to be sent to the representative policyholders.

（保険契約者総代会参考書類の記載の特則）

(Special Rules for Preparation of Reference Documents for Policyholder Representatives Meetings)

第四十条の四　保険契約者総代会参考書類に記載すべき事項（次に掲げるものを除く。）に係る情報を、当該保険契約者総代会に係る招集通知を発出する時から当該保険契約者総代会の日から三月が経過する日までの間、継続して電磁的方法により総代が提供を受けることができる状態に置く措置（第十四条の五第一項第一号ロに掲げる方法のうち、インターネットに接続された自動公衆送信装置を使用する方法によって行われるものに限る。第三項において同じ。）をとる場合には、当該事項は、当該事項を記載した保険契約者総代会参考書類を総代に対して提供したものとみなす。ただし、この項の措置をとる旨の法第七十七条第一項の決議がある場合に限る。

Article 40-4 (1) If, for the period between the time of dispatching a notice of calling of the policyholder representatives meeting and the day when three months passes from the day of the policyholder representatives meeting, the measure (limited to the method specified in Article 14-5, paragraph (1), item (i), (b), which is to be implemented by the method using automatic public transmission server connected to the internet; the same applies in paragraph (3)) is implemented so as to keep representative policyholders accessible to information related to the matters to be contained in the relevant reference documents for policyholder representatives meetings (excluding the following matters) by electronic or magnetic means, the reference documents for policyholder representatives meetings containing the matters are deemed to have been provided to the representative policyholders; provided, however, that this is limited to the case where a resolution under Article 77, paragraph (1) of the Act has been adopted, specifying that the measure referred to in this paragraph will be implemented:

一　議案

(i) items on agenda;

二　次項の規定により保険契約者総代会参考書類に記載すべき事項

(ii) the matters to be specified in the reference documents for policyholder representatives meetings pursuant to the provisions of the following paragraph; and

三　保険契約者総代会参考書類に記載すべき事項（前号に掲げるものを除く。）につきこの項の措置をとることについて監査役、監査等委員会又は監査委員会が異議を述べている場合における当該事項

(iii) if, in connection with the implementation of the measures in relation to the matters to be stated in the reference documents for policyholder representatives meetings (excluding the matters specified in the preceding item), any company auditor, audit and supervisory committee or audit committee has raised any objection, that matter.

２　前項の場合には、総代に対して提供する保険契約者総代会参考書類に、同項の措置をとるために使用する自動公衆送信装置のうち当該措置をとるための用に供する部分をインターネットにおいて識別するための文字、記号その他の符号又はこれらの結合であって、情報の提供を受ける者がその使用に係る電子計算機に入力することによって当該情報の内容を閲覧し、当該電子計算機に備えられたファイルに当該情報を記録することができるものを記載しなければならない。

(2) In the case referred to in the preceding paragraph, the reference documents for policyholder representatives meetings to be provided to representative policyholders must contain the characters, numbers, marks or any other types of symbols or their combination created for the online identification of the portion of the automatic public transmission server assigned for implementing the measure referred to in the same paragraph, which enables the information recipients to browse the details of information by inputting it into the computers they use and to record the information into the file stored on the computers.

３　第一項の規定は、同項各号に掲げる事項に係る情報についても、電磁的方法により総代が提供を受けることができる状態に置く措置をとることを妨げるものではない。

(3) The provisions of paragraph (1) do not preclude taking measures to keep representative member able to access the information related to the matters stated in each item of the same paragraph by electronic or magnetic means.

（議決権行使書面）

(Voting Forms)

第四十条の五　法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第七十条第一項（創立総会参考書類及び議決権行使書面の交付等）の規定により交付すべき議決権行使書面は、別紙様式第五号の二に準じて作成しなければならない。

Article 40-5 (1) The voting forms to be delivered pursuant to the provisions of Article 70, paragraph (1) (Giving of Reference Documents for Organizational Meetings and Voting Forms) of the Companies Act, as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act, must be prepared in accordance with Appended Form No. 5-2.

２　法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第七十一条第三項又は第四項（創立総会参考書類及び議決権行使書面の交付等）の規定により電磁的方法により提供すべき議決権行使書面に記載すべき事項は、別紙様式第五号の二の定めるところによる。

(2) The matters to be contained in the voting form to be provided by electronic or magnetic means as referred to in Article 71, paragraph (3) or (4) (Giving of

Reference Documents for Organizational Meetings and Voting Forms) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act are as prescribed in Appended Form No. 5-2.

３　第四十条の二第三号イに掲げる事項についての定めがある場合には、組織変更をする株式会社は、法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第六十八条第三項（創立総会の招集の通知）の承諾をした総代の請求があった時に、当該総代に対して、法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第七十条第一項の規定による議決権行使書面の交付（当該交付に代えて行う法第七十七条第六項において準用する法第七十四条第三項において準用する会社法第七十条第二項の規定による電磁的方法による提供を含む。）をしなければならない。

(3) If the converting stock company has prescribed any provisions on the matters listed in Article 40-2, item (iii), (a), it must, upon the request from the Representative Policyholder who has given an approval pursuant to the provisions of Article 68, paragraph (3) (Notices of Calling Organizational Meetings) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act, deliver to the representative policyholder a voting form under Article 70, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act (the delivery includes the provision of information implemented by the electronic or magnetic means in lieu of the delivery, as under Article 70, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act).

４　同一の保険契約者総代会に関して総代に対して提供する招集通知の内容とすべき事項のうち、議決権行使書面に記載している事項がある場合には、当該事項は、招集通知の内容とすることを要しない。

(4) If, among the matters to be contained in the notice of calling to be provided to representative policyholders in connection with the same policyholder representatives meeting, there is any matter already stated in the voting form, these matters need not be contained in the notice of calling.

５　同一の保険契約者総代会に関して総代に対して提供する議決権行使書面に記載すべき事項（次に掲げるものに限る。）のうち、招集通知の内容としている事項がある場合には、当該事項は、議決権行使書面に記載することを要しない。

(5) If, among the matters to be contained in the voting form (limited to the matters specified in the following) to be provided to representative policyholders in connection with the same policyholder representatives meeting, there is any matter already stated in the notice of calling, these matters need

not be contained in the voting form:
一　第四十条の二第二号ニに掲げる事項
(i) the matter specified in Article 40, item (ii), (d);
二　第四十条の二第三号ロに掲げる事項
(ii) the matter specified in Article 40, item (iii), (b); and
三　議決権の行使の期限
(iii) the time limit for the exercise of voting rights.

（書面による議決権行使の期限）
(Time Limit for Exercise of Voting Rights in Writing)
第四十条の六　法第七十七条第六項において読み替えて準用する法第七十四条第三項において準用する会社法第七十五条第一項（書面による議決権の行使）に規定する内閣府令で定める時は、保険契約者総代会の日時の直前の営業時間の終了時（第四十条の二第二号ロに掲げる事項についての定めがある場合にあっては、同号ロの特定の時）とする。
Article 40-6 The timing to be specified by Cabinet Office Order, as provided in Article 75, paragraph (1) (Voting in Writing) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act following the deemed replacement of terms is the end of the business hour immediately before the time of a policyholder representatives meeting (if the matter stated in Article 40-2, item (ii), (b) is provided, the specific time referred to in (b) of that item).

（電磁的方法による議決権行使の期限）
(Time Limit for Exercise of Voting Rights by Electronic or Magnetic Means)
第四十条の七　法第七十七条第六項において読み替えて準用する法第七十四条第三項において準用する会社法第七十六条第一項（電磁的方法による議決権の行使）に規定する内閣府令で定める時は、保険契約者総代会の日時の直前の営業時間の終了時（第四十条の二第二号ハに掲げる事項についての定めがある場合にあっては、同号ハの特定の時）とする。
Article 40-7 The timing to be specified by Cabinet Office Order, as provided in Article 76, paragraph (1) (Voting by Electronic or Magnetic Means) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act following the deemed replacement of terms is the end of the business hour immediately before the time of a policyholder representatives meeting (if the matter stated in Article 40-2, item (ii), (c) is provided, the specific time referred to in (c) of that item).

（組織変更をする株式会社の説明義務）

(Accountability of Converting Stock Company)
第四十条の八　法第七十七条第六項において読み替えて準用する法第七十四条第三項において準用する会社法第七十八条（発起人の説明義務）に規定する内閣府令で定める場合は、次に掲げる場合とする。
Article 40-8 The cases to be specified by Cabinet Office Order, as provided in Article 78 (Accountability of Incorporators) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act following the deemed replacement of terms, are as follows:
一　総代が説明を求めた事項について説明をするために調査をすることが必要である場合（次に掲げる場合を除く。）
(i) cases where it is necessary to perform an investigation in order to provide explanation for any matter so requested by the representative policyholder (excluding the following cases):
イ　当該総代が保険契約者総代会の日より相当の期間前に当該事項を組織変更をする株式会社に対して通知した場合
(a) cases where the representative policyholder has notified the converting stock company of the matter within a reasonable period of time before the day of the policyholder representatives meeting; or
ロ　当該事項について説明をするために必要な調査が著しく容易である場合
(b) cases where it is extremely easy to conduct investigation necessary in order to provide explanation on the matter;
二　総代が説明を求めた事項について説明をすることにより組織変更をする株式会社その他の者（当該総代を除く。）の権利を侵害することとなる場合
(ii) cases where giving explanation on the matter so requested by the representative policyholder would be detrimental to the rights of the converting stock company or any other parties (excluding the representative policyholder);
三　総代が当該保険契約者総代会において実質的に同一の事項について繰り返して説明を求める場合
(iii) cases where the representative policyholder repeatedly requests explanation on the substantially identical subjects at the policyholder representatives meeting; and
四　前三号に掲げる場合のほか、総代が説明を求めた事項について説明をしないことにつき正当な理由がある場合
(iv) beyond the cases stated in the preceding three items, cases where there is any justifiable ground for refraining from giving explanation on the matters so requested by a representative policyholder.

（保険契約者総代会の議事録）
(Minutes of Policyholder Representatives Meeting)

第四十条の九　法第七十七条第六項において読み替えて準用する法第七十四条第三項において準用する会社法第八十一条第一項（議事録）の規定による保険契約者総代会の議事録の作成については、この条の定めるところによる。
Article 40-9 (1) The preparation of minutes of a policyholder representatives meeting under Article 81, paragraph (1) (Minutes) of the Companies Act as applied mutatis mutandis pursuant to Article 74, paragraph (3) of the Act as further applied mutatis mutandis pursuant to Article 77, paragraph (6) of the Act following the deemed replacement of terms is as prescribed in this Article.
２　保険契約者総代会の議事録は、書面又は電磁的記録をもって作成しなければならない。
(2) The minutes of a policyholder representatives meeting must be prepared in writing or by electronic or magnetic records.
３　保険契約者総代会の議事録は、次に掲げる事項を内容とするものでなければならない。
(3) The minutes of a policyholder representatives meeting must contain the following matters:
一　保険契約者総代会が開催された日時及び場所（当該場所に存しない取締役（監査等委員会設置会社にあっては、監査等委員である取締役又はそれ以外の取締役。第三号において同じ。）、執行役、会計参与、監査役、会計監査人又は総代が保険契約者総代会に出席をした場合における当該出席の方法を含む。）
(i) the date and place where the policyholder representatives meeting was held (including the method of attendance, if any director (or any director who is an audit and supervisory committee member or any other director, in the case of a company with audit and supervisory committee; the same applies in item (iii)), executive officer, accounting advisor, company auditor, financial auditor or representative policyholders not present at the place attended the policyholder representatives meeting);
二　保険契約者総代会の議事の経過の要領及びその結果
(ii) the substance of the proceedings of the policyholder representatives meeting, as well as the results;
三　保険契約者総代会に出席した取締役、執行役、会計参与、監査役又は会計監査人の氏名又は名称
(iii) the names of the directors, executive officers, accounting advisors, company auditors or financial auditors who attended the policyholder representatives meeting;
四　保険契約者総代会の議長が存するときは、議長の氏名
(iv) if there the policyholder representatives meeting was presided over by the chairperson, the name of the chairperson; and
五　議事録の作成に係る職務を行った取締役の氏名
(v) the names of the director who took charge of duties to prepare the minutes.

（株式会社から相互会社への組織変更の認可の申請）

(Application for Authorization of Entity Conversion from Stock Company to Mutual Company)

第四十一条　保険業を営む株式会社は、法第八十条第一項の規定による認可を受けようとするときは、認可申請書に次に掲げる書類を添付して金融庁長官等に提出しなければならない。

Article 41 If a stock company engaged in insurance business seeks to obtain the authorization under Article 80, paragraph (1) of the Act, it must submit to the Commissioner of the Financial Services Agency or other competent official a written application for authorization, attaching the following documents:

一　理由書

(i) a written statement of reasons;

二　組織変更計画の内容を記載した書面

(ii) a document stating the details of the entity conversion plan;

三　組織変更後相互会社の定款

(iii) the articles of incorporation of the converted mutual company;

四　株主総会の議事録及び保険契約者総会又は保険契約者総代会の議事録

(iv) the minutes of shareholders meeting; minutes of the policyholders meeting; or minutes of the policyholder representatives meeting;

五　貸借対照表

(v) a balance sheet;

六　組織変更に要する費用を記載した書面

(vi) a document describing the expenses required for entity conversion;

七　法第七十条第二項の規定による公告をしたことを証する書面

(vii) a document certifying that the public notice under Article 70, paragraph (2) of the Act has been given;

八　法第七十条第四項の異議を述べた保険契約者その他の債権者があるときは、当該保険契約者その他の債権者に対し、弁済し、相当の担保を提供し、若しくは当該保険契約者その他の債権者に弁済を受けさせることを目的として信託会社等に相当の財産を信託したこと又は当該組織変更をしても当該保険契約者その他の債権者を害するおそれがないことを証する書面

(viii) if any policyholder or other creditor has raised an objection under Article 70, paragraph (4) of the Act, a document certifying that the company has made payment or provided equivalent security to the policyholder or other creditor, or has entrusted equivalent property to a trust company, etc. for the purpose of ensuring that the policyholder or other creditor receive the payment, or that the implementation of the entity conversion poses no risk of detriment to the interest of the policyholder or other creditor;

九　法第七十条第六項の異議を述べた保険契約者の数が同項の保険契約者の総数の五分の一を超えなかったことを証する書面又はその者の第三十七条に規定する金額が法第七十条第六項の金額の総額の五分の一を超えなかったことを証する書面

(ix) a document certifying that the number of policyholders who raised objections under Article 70, paragraph (4) of the Act did exceed one-fifth of the total number of policyholders as referred to in the same paragraph, or a document certifying that the amount provided in Article 37 in relation to the policyholders as referred to in the same paragraph did exceed one-fifth of the total amount as referred to in Article 70, paragraph (6) of the Act;

十　組織変更をする株式会社が株券発行会社であるときは、法第六十九条第七項において準用する会社法第二百十九条第一項本文の規定による公告をしたことを証する書面又は当該株式の全部について株券を発行していないことを証する書面

(x) if the converting stock company is a company issuing share certificates, a document certifying that a public notice has been given under the main clause of Article 219, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 69, paragraph (7) of the Act, or a document certifying that the company has not issued share certificates representing any of the shares;

十一　組織変更をする株式会社が新株予約権を発行しているときは、法第六十九条第七項において準用する会社法第二百九十三条第一項の規定による公告をしたことを証する書面又は法第六十九条第七項において準用する会社法第二百九十三条第一項に規定する新株予約権証券を発行していないことを証する書面

(xi) if the converting stock company has issued share options, a document certifying that a public notice has been given under Article 293, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 69, paragraph (7) of the Act, or a document certifying that the company has not issued any stock option certificate provided in Article 293, paragraph (1) of the Act as applied mutatis mutandis pursuant to Article 69, paragraph (7) of the Act;

十二　法第七十一条において準用する会社法第七百七十七条第三項又は第四項の通知又は公告をしたことを証する書面

(xii) a document certifying the notice or public notice under Article 777, paragraph (3) or (4) of the Companies Act as applied mutatis mutandis pursuant to Article 71 of the Act has been given;

十三　法第七十七条第四項の規定による公告をしたときは、これを証する書面

(xiii) a document certifying any public notice given under Article 77, paragraph (4), if any;

十四　法第七十七条第四項の規定による公告をしたときは、同条第五項の異議を述べた保険契約者の数が同項の保険契約者の総数の五分の一を超えなかったことを証する書面又はその者の第四十条に規定する金額が同項の金額の総額の五分の一を超えなかったことを証する書面

(xiv) if the public notice under Article 77, paragraph (4) of the Act has been given, a document certifying that the number of policyholders who raised objections under paragraph (5) of the same Article did not exceed one-fifth of the total number of policyholders as referred to in the same paragraph, or a document certifying that the amount specified in Article 37 in relation to the policyholders as referred to in the same paragraph did not exceed one-fifth of the total amount as provided in Article 40;

十五　組織変更後相互会社の取締役及び監査役（監査等委員会設置会社にあっては取締役、指名委員会等設置会社にあっては取締役及び執行役）となるべき者が就任を承諾したことを証する書面並びにこれらの者の履歴書

(xv) a document certifying the acceptance of the office by the person to assume the position of directors and company auditors (or directors, in the case of a company with audit and supervisory committee; or directors and executive officers, in the case of a company with nominating committee, etc.) of the converted mutual company, and résumés of the persons;

十六　組織変更後相互会社が会計参与設置会社であるときは、組織変更後相互会社の会計参与となるべき者が就任を承諾したことを証する書面及び当該会計参与となるべき者の履歴書（会計参与となるべき者が法人であるときは、当該会計参与となるべき者の沿革を記載した書面及びその職務を行うべき社員の履歴書。第四十六条第十一号において同じ。）

(xvi) if the converted mutual company is a company with accounting advisors, a document certifying the acceptance of the office by the person to assume the position of accounting advisor of the converted mutual company, and résumés of the person (if the person to assume the office of the accounting advisor is a corporation, the document describing the outline of the corporation to assume the position of the accounting advisor, or a résumé of the member who is to perform their duties; the same applies in Article 46, item (xi));

十六の二　組織変更後相互会社が会計監査人設置会社であるときは、組織変更後相互会社の会計監査人となるべき者が就任を承諾したことを証する書面及び当該会計監査人となるべき者の履歴書（会計監査人となるべき者が法人であるときは、当該会計監査人となるべき者の沿革を記載した書面及びその職務を行うべき社員の履歴書。第四十六条第十一号の二において同じ。）

(xvi)-2 if the converted mutual company is a company with financial auditor, a document certifying the acceptance of the office by the person to assume the position of financial auditor of the converted mutual company, and résumés of the person (if the person to assume the office of the financial auditor is a corporation, the document describing the outline of the corporation to assume the position of the financial auditor, or a résumé of the member who is to perform their duties; the same applies in Article 46, item (xi)-2);

十七　基金の募集をしたときは、基金の拠出の申込み又は法第七十八 a 条第三項において準用する法第三十条の契約を証する書面

(xvii) when funds were solicited, a document certifying the offer of fund contribution or a contract under Article 30 as applied mutatis mutandis pursuant to Article 78, paragraph (3);

十八　基金の募集をしたときは、法第七十八条第三項において準用する法第三十条の三第一項の基金の払込みがあったことを証する書面

(xviii) when funds were solicited, a document certifying that payment of the funds has been made under Article 30-3, paragraph (1) of the Act as applied mutatis mutandis pursuant to Article 78, paragraph (3) of the Act;

十九　法第七十九条第二項の組織変更後相互会社の取締役（組織変更後相互会社が監査役設置会社である場合にあっては、取締役及び監査役）となるべき者の調査報告書又は同条第三項において準用する会社法第九十四条第一項の規定により選任された者の調査報告書並びにこれらの附属書類

(xix) an investigation report prepared by a person to assume the position of the director (or director and company auditor, if the converted mutual company is a company with company auditors) of the converted mutual company as referred to in Article 79, paragraph (2) of the Act; an investigation report prepared by the person appointed pursuant to the provisions of Article 94, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to paragraph (3) of the Article; and the supplementary schedules thereto;

二十　社債原簿

(xx) the bond register; and

二十一　その他法第八十条第二項の規定による審査をするため参考となるべき事項を記載した書類

(xxi) any other documents containing the matters which would serve as reference information for conducting an examination under Article 80, paragraph (2) of the Act.

（株式会社から相互会社への組織変更後の公告事項）

(Matters Subject to Public Notice After Entity Conversion from Stock Company to Mutual Company)

第四十一条の二　法第八十二条第一項に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 41-2 The matters to be specified by Cabinet Office Order, as provided in Article 82, paragraph (1) of the Act, are as follows:

一　法第七十条の規定による手続の経過

(i) the progress of the procedures under Article 70 of the Act; and

二　効力発生日（法第六十九条第四項第五号に規定する効力発生日をいう。次条第三号において同じ。）

(ii) effective date (meaning the effective date as provided in Article 69, paragraph (4), item (v) of the Act; the same applies in item (iii) of the following Article).

（組織変更後相互会社の事後開示事項）

(Matters Subject to Ex-Post Facto Disclosure of Converted Mutual Company)

第四十一条の三　法第八十二条第二項に規定する内閣府令で定める事項は、次に掲げる事項とする。
Article 41-3 The matters to be specified by Cabinet Office Order, as provided in Article 82, paragraph (2) of the Act, are as follows:
一　法第七十条の規定及び法第七十一条において準用する会社法第七百七十七条（新株予約権買取請求）の規定による手続の経過
(i) the progress of the procedures under Article 70 of the Act; and the progress of the procedures under Article 777 (Exercise of Appraisal Rights on Share Options) of the Companies Act as applied mutatis mutandis pursuant to Article 71 of the Act;
二　基金の募集をしたときは、法第七十九条第二項の組織変更後相互会社の取締役（組織変更後相互会社が監査役設置会社である場合にあっては、取締役及び監査役）となるべき者の調査に関する事項又は同条第三項において準用する会社法第九十四条第一項（設立時取締役等が発起人である場合の特則）の規定により選任された者の調査に関する事項
(ii) when funds were solicited, the matters related to investigation by a person to assume the position of the director (or director and company auditor, if the converted mutual company is a company with company auditors) of the converted mutual company referred to in Article 79, paragraph (2) of the Act, or the matters related to investigation by the person appointed pursuant to the provisions of Article 94, paragraph (1) (Special Provisions in Cases Directors at Incorporation Are Incorporators) of the Companies Act as applied mutatis mutandis pursuant to paragraph (3) of the same Article;
三　効力発生日
(iii) effective date; and
四　前三号に掲げるもののほか、組織変更に関する重要な事項
(iv) beyond what is stated in the preceding three items, material matters on entity conversion.

第二款　相互会社から株式会社への組織変更
Subsection 2 Entity Conversion from Mutual Company to Stock Company

（一株に満たない端数に係る部分につき新たに発行する株式の売却に関する事項）
(Matters Related to Sale of Shares Newly Issued for Fractional Lots)
第四十一条の四　法第八十六条第四項第九号及び第九十六条の七第四号に規定する売却に関し内閣府令で定める事項は、次の各号に掲げる売却の区分に応じ、それぞれ当該各号に定める事項とする。
Article 41-4 The matters related to sales to be specified by Cabinet Office Order, as provided in Article 86, paragraph (4), item (ix) and Article 96-7, item (iv) of the Act, are the matters prescribed in the following items, in accordance with

the categories of the sale as respectively stated in those items:
一　競売による売却　売却予定時期
(i) a sale by way of auction: the schedule date of sale;
二　市場価格による売却　売却予定先及び売却予定時期
(ii) a sale at the market price: the scheduled purchaser and the scheduled date of sale; and
三　裁判所の許可を得て行う売却　売却価格の算定方法、売却予定先及び売却予定時期
(iii) a sale based on the permission from the court: the method of calculation of sales price, the scheduled purchaser, and the scheduled date of sale.

（一株に満たない端数に係る部分につき新たに発行する株式の買受けに関する事項）
(Matters Related to Purchase of Shares Newly Issued for Fractional Lots)
第四十一条の五　法第八十六条第四項第十号及び第九十六条の七第五号に規定する買受けに関し内閣府令で定める事項は、次の各号に掲げる買受けの区分に応じ、それぞれ当該各号に定める事項とする。
Article 41-5 The matters related to purchase to be specified by Cabinet Office Order, as provided in Article 86, paragraph (4), item (x) and Article 96-7, item (v) of the Act, are the matters prescribed in the following items, in accordance with the categories of the purchase as respectively stated in those items:
一　前条第二号に定める方法により売却した場合の買受け　買受け予定時期
(i) the purchase, when the shares are sold by the way specified in item (ii) of the preceding Article: the scheduled date of purchase; and
二　前条第三号に定める方法により売却した場合の買受け　買受け価格の算定方法及び買受け予定時期
(ii) the purchase, when the shares are sold by the way specified in item (iii) of the preceding Article: the method of calculation of the purchase price and the scheduled date of purchase.

（組織変更をする相互会社の事前開示事項）
(Matters Subject to Prior Disclosure by Converting Mutual Company)
第四十二条　法第八十七条第一項に規定する内閣府令で定める事項は、次に掲げる事項とする。
Article 42 The matters to be specified by Cabinet Office Order, as provided in Article 87, paragraph (1) of the Act, are as follows:
一　組織変更に関する議案の内容
(i) details of the items on the agenda regarding the entity conversion;
二　法第八十六条第四項第五号から第八号までに掲げる事項についての定めの相当性に関する事項
(ii) matters related to adequacy of the provisions on the matters stated in Article 86, paragraph (4), items (v) through (viii);

三　組織変更をする相互会社（清算相互会社を除く。）についての次に掲げる事項
(iii) the following matters related to the converting mutual company (excluding a liquidating mutual company):
イ　最終事業年度に係る計算書類等（最終事業年度がない場合にあっては、組織変更をする相互会社の成立の日における貸借対照表）の内容
(a) the details of the financial statements, etc. for the most recent business year (if the converting mutual company has no most recent business year, the balance sheet as of the day of the incorporation);
ロ　最終事業年度の末日（最終事業年度がない場合にあっては、組織変更をする相互会社の成立の日）後に重要な財産の処分、重大な債務の負担その他の会社財産の状況に重要な影響を与える事象が生じたときは、その内容（組織変更計画備置開始日（法第八十七条第二項に規定する組織変更計画備置開始日をいう。以下この款において同じ。）後組織変更の効力が生ずる日までの間に新たな最終事業年度が存することとなる場合にあっては、当該新たな最終事業年度の末日後に生じた事象の内容に限る。）
(b) if, after the last day of the most recent business year (if the converting mutual company has no most recent business year, after the day of the incorporation), disposition of any important asset, assumption of a material obligation or any other event which would have a material impact on the company's asset status has taken place, the details of event (if the new most recent business year falls within the period between the commencement date of the keeping of an entity conversion plan (meaning the commencement date of the keeping of an entity conversion plan as provided in Article 87, paragraph (2) of the Act; the same applies below in this Subsection) and the day when the entity conversion becomes effective, the above is limited to the details of the events which have taken place after the last day of the new most recent business year);
四　組織変更をする相互会社（清算相互会社に限る。）が法第百八十条の十七において準用する会社法第四百九十二条第一項（財産目録等の作成等）の規定により作成した貸借対照表
(iv) the balance sheet prepared by the converting mutual company (limited to a liquidating mutual company) pursuant to the provisions of Article 492, paragraph (1) (Preparation of Inventory of Property) of the Companies Act as applied mutatis mutandis pursuant to Article 180-17 of the Act;
五　組織変更株式交換（法第九十六条の五第一項に規定する組織変更株式交換をいう。以下この款において同じ。）をする場合には、次に掲げる事項
(v) when the share exchange on entity conversion (meaning the share exchange on entity conversion as provided in Article 96-5, paragraph (1) of the Act; the same applies below in this Subsection) is to be implemented, the following matters:
イ　組織変更株式交換契約の内容

(a) the terms and conditions of the contract for share exchange on entity conversion;

ロ　法第九十六条の七第二号及び第三号に掲げる事項についての定め（当該定めがない場合にあっては、当該定めがないこと）の相当性に関する事項

(b) matters related to adequacy of the provisions on the matters stated in Article 96-7, items (ii) and (ii) (if there is no such provision, the adequacy as to the lack of provision);

ハ　組織変更をする相互会社の社員に対して交付する株式等（法第九十六条の七第二号に規定する株式等をいう。以下この款において同じ。）の全部又は一部が組織変更株式交換完全親会社（法第九十六条の五第二項に規定する組織変更株式交換完全親会社をいう。以下同じ。）の株式であるときは、当該組織変更株式交換完全親会社の定款の定め

(c) when all or part of shares, etc. (meaning the shares, etc. as provided in Article 96-7, item (ii) of the Act; the same applies below in this Subsection) to be delivered to the members of the converting mutual company comprise the shares in the wholly owning parent company resulting from the share exchange (meaning wholly owning parent company resulting from the share exchange as provided in Article 96-5, paragraph (2) of the Act; the same applies below), the provisions of the articles of incorporation of the wholly owning parent company resulting from the share exchange;

ニ　組織変更株式交換完全親会社についての次に掲げる事項

(d) the following matters related to the wholly owning parent company resulting from the share exchange:

（１）　最終事業年度に係る計算書類等（最終事業年度がない場合にあっては、組織変更株式交換完全親会社の成立の日における貸借対照表）の内容

1. the details of the financial statements, etc. for the most recent business year (if the wholly owning parent company resulting from the share exchange has no most recent business year, the balance sheet as of the date of its incorporation);

（２）　最終事業年度の末日（最終事業年度がない場合にあっては、組織変更株式交換完全親会社の成立の日。（３）において同じ。）後の日を臨時決算日（二以上の臨時決算日がある場合にあっては、最も遅いもの）とする臨時計算書類等があるときは、当該臨時計算書類等の内容

2. if the company has provisional financial statements, etc. prepared as of a certain day after the last day of the most recent business year (if the wholly owning parent company resulting from the share exchange has no most recent business year, the date of its incorporation; the same applies in 3.) as the provisional account closing date (if there are two or more provisional account closing dates, the latest day), the details of the provisional financial statements, etc.; and

（３）　最終事業年度の末日後に重要な財産の処分、重大な債務の負担その他の

会社財産の状況に重要な影響を与える事象が生じたときは、その内容（組織変更計画備置開始日後組織変更株式交換の効力が生ずる日までの間に新たな最終事業年度が存することとなる場合にあっては、当該新たな最終事業年度の末日後に生じた事象の内容に限る。）

3. if the disposal of important properties, assumption of a material obligation or any other event that has a material impact on status of company's properties occurs after the last day of the most recent business year, the details of event (if the new most recent business year falls within the period between the commencement date for the keeping of an entity conversion plan and the day when the share exchange on entity conversion becomes effective, the above is limited to the accounts of the events which have taken place after the last day of the new most recent business year);

六　組織変更株式移転（法第九十六条の八第一項に規定する組織変更株式移転をいう。以下この款において同じ。）をする場合には、次に掲げる事項

(vi) when the share transfer on entity conversion (meaning the share transfer on entity conversion as provided in Article 96-8, paragraph (1) of the Act; the same applies below in this Subsection) is to be implemented, the following matters:

イ　法第九十六条の九第一項第五号から第八号までに掲げる事項についての定めの相当性に関する事項

(a) the matters related to the adequacy of provisions concerning the matters stated in Article 96-9, paragraph (1), items (v) through (viii) of the Act;

ロ　法第九十六条の九第一項第九号の株式会社の全部又は一部が同条第五項において準用する会社法第八百八条第三項第三号（新株予約権買取請求）に定める新株予約権を発行しているときは、同法第七百七十三条第一項第九号及び第十号（株式移転計画）に掲げる事項についての定めの相当性に関する事項（当該新株予約権に係る事項に限る。）

(b) the matters related to the adequacy of provisions on the matters stated in Article 773, paragraph (1), items (ix) and (x) (Share Transfer Plans) of the Companies Act (limited to the matters related to the relevant share options), when share option under Article 808, paragraph (3), item (iii) (Right to Request Purchase of Share Options) of the Companies Act as applied mutatis mutandis pursuant to Article 96-9, paragraph (5) of the Act are issued by all or part of the stock companies under Article 96-9, paragraph (1), item (ix) of the Act;

ハ　他の組織変更をする相互会社又は法第九十六条の九第一項第九号の株式会社についての次に掲げる事項

(c) the following matters related to any other converting mutual company or the stock company referred to in Article 96-9, paragraph (1), item (ix) of the Act:

（１）　最終事業年度に係る計算書類等（最終事業年度がない場合にあっては、他の組織変更をする相互会社又は法第九十六条の九第一項第九号の株式会社の成立の日における貸借対照表）の内容

1. the details of the financial statements, etc. for the most recent business year (if the company has no most recent business year, the balance sheet as of the day of incorporation of the any other converting mutual company or the stock company referred to in Article 96-9, paragraph (1), item (ix) of the Act);

（２）　最終事業年度の末日（最終事業年度がない場合にあっては、法第九十六条の九第一項第九号の株式会社の成立の日）後の日を臨時決算日（二以上の臨時決算日がある場合にあっては、最も遅いもの）とする臨時計算書類等があるときは、当該臨時計算書類等の内容

2. if the company has provisional financial statements, etc. prepared as of a certain day after the last day of the most recent business year (if the company has no most recent business year, after the date of incorporation of the stock company referred to in Article 96-9, paragraph (1), item (ix) of the Act) as the provisional account closing date (if there are two or more provisional account closing dates, whichever comes later), the details of the provisional financial statements, etc.; and

（３）　最終事業年度の末日（最終事業年度がない場合にあっては、他の組織変更をする相互会社又は法第九十六条の九第一項第九号の株式会社の成立の日）後に重要な財産の処分、重大な債務の負担その他の会社財産の状況に重要な影響を与える事象が生じたときは、その内容（組織変更計画備置開始日後組織変更株式移転の効力が生ずる日までの間に新たな最終事業年度が存することとなる場合にあっては、当該新たな最終事業年度の末日後に生じた事象の内容に限る。）

3. if, after the last day of the most recent business year (if the company has no most recent business year, after the day of incorporation of the any other converting mutual company or the stock company referred to in Article 96-9, paragraph (1), item (ix) of the Act), disposition of any important asset, assumption of a material obligation or any other event which would have a material impact on the company's asset status has taken place, the details of event (when the new most recent business year falls within the period between the commencement date for the keeping of an entity conversion plan and the day when the share transfer on entity conversion becomes effective, the above is limited to the accounts of the events which have taken place after the last day of the new most recent business year);

七　組織変更株式交付（法第九十六条の九の二第一項に規定する組織変更株式交付をいう。以下この款において同じ。）をする場合には、次に掲げる事項

(vii) when any partial share exchange on entity conversion (meaning the partial share exchange on entity conversion as provided in Article 96-9-2, paragraph (1) of the Act; the same applies below in this Subsection) is to be implemented, the following matters:

イ　法第九十六条の九の三第一項第二号に掲げる事項についての定めが同条第二項に定める要件を満たすと組織変更をする相互会社が判断した理由

(a) the reason that the converting mutual company determined that the provisions on the matters stated in Article 96-9-3, paragraph (1), item (ii) of the Act satisfy the requirements specified in paragraph (2) of that Article;

ロ　法第九十六条の九の三第一項第三号から第六号までに掲げる事項についての定めの相当性に関する事項

(b) matters related to adequacy of the provisions on the matters stated in Article 96-9-3, paragraph (1), items (iii) through (vi) of the Act;

ハ　法第九十六条の九の三第一項第七号に掲げる事項を定めたときは、同項第八号及び第九号に掲げる事項についての定めの相当性に関する事項

(c) if the matters stated in Article 96-9-3, paragraph (1), item (vii) of the Act are prescribed, matters regarding appropriateness of the provisions with respect to the matters stated in items (viii) and (ix) of that paragraph;

ニ　組織変更株式交付子会社（法第九十六条の九の二第二項に規定する組織変更株式交付子会社をいう。以下同じ。）についての次に掲げる事項を組織変更をする相互会社が知っているときは、当該事項

(d) if the converting mutual company is aware of the following matters regarding the subsidiary company resulting from a partial share exchange on entity conversion (meaning a subsidiary company subject to share delivery on entity conversion as provided in Article 96-9-2, paragraph (2) of the Act; the same applies below), those matters:

（１）　最終事業年度に係る計算書類等（最終事業年度がない場合にあっては、組織変更株式交付子会社の成立の日における貸借対照表）の内容

1. the details of the financial statements, etc. for the most recent business year (if the subsidiary company resulting from a partial share exchange on entity conversion has no most recent business year, the balance sheet as of the date of its incorporation);

（２）　最終事業年度の末日（最終事業年度がない場合にあっては、組織変更株式交付子会社の成立の日。（３）において同じ。）後の日を臨時決算日（二以上の臨時決算日がある場合にあっては、最も遅いもの）とする臨時計算書類等があるときは、当該臨時計算書類等の内容

2. if the subsidiary company resulting from a partial share exchange has provisional financial statements, etc. prepared as of a certain day after the last day of the most recent business year (if the company has no most recent business year, the date of incorporation of the subsidiary

company subject to share delivery on entity conversion; the same applies in the 3.) as the provisional account closing date (if there are two or more provisional account closing dates, the latest day), the details of the provisional financial statements, etc.;

（３）　最終事業年度の末日後に重要な財産の処分、重大な債務の負担その他の会社財産の状況に重要な影響を与える事象が生じたときは、その内容（組織変更計画備置開始日後組織変更株式交付の効力が生ずる日までの間に新たな最終事業年度が存することとなる場合にあっては、当該新たな最終事業年度の末日後に生じた事象の内容に限る。）

3. if the disposal of important assets, assumption of significant obligations, or any other event that has material impact on the status of company's assets occurs after the last day of the most recent business year, the details of event (limited to the content of events occurring after the last day of any new most recent business year, if the new most recent business year falls within the period between the commencement date for the keeping of an entity conversion plan and the day on which the entity conversion becomes effective);

八　組織変更後株式会社（法第八十六条第四項第一号に規定する組織変更後株式会社をいう。以下同じ。）の債務（法第八十八条第一項の規定により組織変更について異議を述べることができる保険契約者その他の債権者に対して負担する債務（保険契約者その他保険契約に係る権利を有する者の当該権利（保険金請求権等を除く。）に係る債務を除く。）に限る。）の履行の見込みに関する事項

(viii) the matters related to the prospect on performance by the converted stock company (meaning the converted stock company as provided in Article 86, paragraph (4), item (i) of the Act; the same applies below) of its obligations (limited to the obligations against the policyholder or any other creditor entitled to raise an objection as to the entity conversion pursuant to the provisions of Article 88, paragraph (1) of the Act (excluding the obligations related to the rights (excluding insurance claims, etc.) of the policyholders or any other holder of the rights in an insurance contract)); and

九　組織変更計画備置開始日後組織変更が効力を生ずる日までの間に、前各号に掲げる事項に変更が生じたときは、変更後の当該事項

(ix) if, for the period between the commencement date for the keeping of an entity conversion plan and the day when the entity conversion becomes effective, any change has arisen in any of the matters listed in the preceding items, those matters after the change.

（組織変更後株式会社の事後開示事項）

(Matters Subject to Ex-Post Facto Disclosure by Converted Stock Company)

第四十二条の二　法第八十七条第四項に規定する内閣府令で定める事項は、前条各号に掲げる事項とする。

Article 42-2 The matters to be specified by Cabinet Office Order, as provided in Article 87, paragraph (4) of the Act, are the matters specified in the items of the preceding Article.

（相互会社から株式会社への組織変更に係る公告事項）

(Matters Subject to Public Notice Related to Entity Conversion from Mutual Company to Stock Company)

第四十二条の三　法第八十八条第二項第四号に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 42-3 The matters to be specified by Cabinet Office Order, as provided in Article 88, paragraph (2), item (iv) of the Act, are as follows:

一　組織変更後株式会社の資本金の額

(i) the amount of stated capital of the converted stock company;

二　社員に対する株式又は金銭の割当てに関する事項

(ii) the matters related to allocation of shares or money to members;

三　社員に対する株式の割当てにより生ずる一株に満たない端数に係る部分につき新たに発行する株式の売却の方法その他売却に関し第四十一条の四に規定する事項

(iii) the method of sale of any shares to be issued for the portion of the fraction less than one unit of share accrued as a result of the allocation of shares to the members, and any other matter provided in Article 41-4 regarding the sale;

四　組織変更後における保険契約者の権利に関する事項

(iv) the matters related to the policyholders' rights after the entity conversion;

五　第三号の株式を買い受けるときは、買受けの方法その他買受けに関し第四十一条の五各号に掲げる事項

(v) when the shares referred to in item (iii) are to be purchased, the method of purchase and any other matters related to the purchase stated in the items of Article 41-5;

六　組織変更をする相互会社の計算書類に関する事項として、次に掲げるもの

(vi) the following matters related to the financial statements of the converting mutual company:

イ　最終事業年度に係る貸借対照表又はその要旨につき組織変更をする相互会社が法第五十四条の七第一項又は第二項の規定による公告をしている場合　次に掲げるもの

(a) if the converting mutual company has given public notice under Article 54-7, paragraph (1) or (2) of the Act of the balance sheet for the most recent business year or its summary the matters stated in the following:

（１）　時事に関する事項を掲載する日刊新聞紙で公告をしているときは、当該日刊新聞紙の名称、日付及び当該公告が掲載されている頁

1. if the public notice has been made by publication on a daily newspaper featuring news on current events, the name and date of the newspaper,

and the page number on which the public notice has been published;

（２）　電子公告により公告をしているときは、法第六十四条第二項第十八号イに掲げる事項

2. if the public notice has been made by electronic public notice, the matters stated in Article 64, paragraph (2), item (xviii), (a) of the Act;

ロ　最終事業年度に係る貸借対照表につき組織変更をする相互会社が法第五十四条の七第三項に規定する措置をとっている場合　法第六十四条第二項第十六号に掲げる事項

(b) if the converting mutual company has implemented the measures provided in Article 54-7, paragraph (3) of the Act, regarding the balance sheet for the most recent business year: the matters stated in Article 64, paragraph (2), item (xvi) of the Act;

ハ　組織変更をする相互会社が法第五十四条の七第四項に規定する相互会社である場合において、当該相互会社が金融商品取引法第二十四条第一項の規定（有価証券報告書の提出）により最終事業年度に係る有価証券報告書を提出しているときその旨

(c) if the converting mutual company is a mutual company as provided in Article 54-7, paragraph (4) of the Act, and where it has submitted the annual securities report for the most recent business year pursuant to the provisions of Article 24, paragraph (1) (Submission of Annual Reports) of the Financial Instruments and Exchange Act: that fact;

ニ　組織変更をする相互会社につき最終事業年度がない場合　その旨

(d) if the converting mutual company has no most recent business year: that fact;

ホ　組織変更をする相互会社が清算相互会社である場合　その旨

(e) in cases where the converting mutual company is a liquidating mutual company: that fact;

ヘ　イからホまでに掲げる場合以外の場合　最終事業年度に係る別紙様式第三号（少額短期保険業者にあっては別紙様式第三号の三、特定取引勘定設置会社にあっては別紙様式第三号の二）に定める貸借対照表の要旨の内容

(f) in cases other than those stated in (a) through (e): the details of the summary of the balance sheet for the most recent business year as specified in Appended Form No. 3 (or Appended Form No. 3-3, in the case of a small amount and short term insurer; or Appended Form No. 3-2, in the case of a company with specified transaction account).

（保険契約に係る債権の額）

(Amount of Claim Concerning Insurance Contract)

第四十三条　法第八十八条第六項に規定する内閣府令で定める金額は、生命保険会社にあっては第一号に掲げる金額とし、損害保険会社にあっては第二号及び第三号に掲げる金額の合計額とし、少額短期保険業者にあっては第二号に掲げる金額とする。

Article 43 The amount to be specified by Cabinet Office Order, as provided in Article 88, paragraph (6) of the Act, is as follows: the amount stated in item (i), in the case of a life insurance company; the total of the amounts stated in items (ii) and (iii), in the case of a non-life insurance company; or the amount stated in item (ii), in the case of a small amount and short term insurer:

一　法第八十八条第二項の公告（以下この条において「公告」という。）の時において被保険者のために積み立てるべき金額

(i) the amount to be set aside for the insured, as of the time of the public notice under Article 88, paragraph (2) of the Act (referred to below as the "public notice" in this Article);

二　未経過期間（保険契約に定めた保険期間のうち、公告の時において、まだ経過していない期間をいう。）に対応する保険料の金額

(ii) the amount of the insurance premiums corresponding to the unexpired period (meaning the insurance period provided for in an insurance contract, outstanding as of the time of the public notice); and

三　公告の時において第七十条第一項第三号の払戻積立金として積み立てるべき金額

(iii) the amount to be set aside as the refund reserve referred to in Article 70, paragraph (1), item (iii), as of the time of the public notice.

（社員の寄与分の計算）

(Calculation of Members' Amount of Contribution)

第四十四条　法第九十条第二項（法第九十六条の六第二項（法第九十六条の八第二項において準用する場合を含む。）において準用する場合を含む。）に規定する内閣府令で定めるところにより計算した金額は、組織変更をする相互会社の社員が当該相互会社と締結している保険契約ごとの寄与分の合計額とする。

Article 44 (1) The amount calculated in accordance with the provisions of Cabinet Office Order, as provided in Article 90, paragraph (2) (including as applied mutatis mutandis pursuant to Article 96-6, paragraph (2) (including as applied mutatis mutandis pursuant to Article 96-8, paragraph (2) of the Act)), is the total of the amount of contribution per insurance contract concluded between the converting mutual company's member and the mutual company.

２　前項に規定する保険契約ごとの寄与分は、相互会社が設定した保険契約の区分（以下この条において「区分」という。）ごとに、第一号に掲げる額から第二号に掲げる額を控除した額を、当該区分に属する保険契約ごとにその責任準備金、保険金、保険料その他の基準となる金額に応じて計算した金額とする。

(2) The amount of contribution per insurance contract as provided in the preceding paragraph is the amount stated in item (i) less the amount stated in item (ii) for each insurance contract category of the insurance contract provided by the mutual company (referred to below as "insurance contract category" in this Article), and then further calculated based on the amount of policy reserve, insurance proceeds, insurance premiums and any other base

amount for each insurance contract falling under the relevant insurance contract category:

一　社員に係る保険契約について、社員の支払った保険料及び当該保険料として収受した金銭を運用することによって得られた収益の合計額から、保険金、返戻金その他の給付金の支払、事業費の支出その他の支出に充てられた額を控除した額

(i) regarding insurance contracts concluded with members, the total of the insurance premiums paid by the members and gains generating from investment of money received as insurance premiums, less the amount allocated for disbursements such as payment of the insurance proceeds, refund or any other benefits, operating expenditure and any other costs;

二　社員に係る保険契約について、保険契約上の債務を履行するために確保すべき資産の額

(ii) regarding insurance contracts concluded with members, the amount of assets to be reserved so as to secure the performances of obligations under insurance contracts.

（株式の発行等により一に満たない端数を処理する場合における市場価格）

(Market Price in the Case of Treatment of Shares with Fractions Resulting from Issue of Shares)

第四十四条の二　法第九十条第三項（法第九十六条の六第二項（法第九十六条の八第二項において準用する場合を含む。）において準用する場合を含む。以下この条において同じ。）において読み替えて準用する会社法第二百三十四条第二項（一に満たない端数の処理）に規定する内閣府令で定める方法は、次の各号に掲げる場合の区分に応じ、当該各号に定める額をもって同項に規定する株式の価格とする方法とする。

Article 44-2 The method specified by Cabinet Office Order, as provided in Article 234, paragraph (2) of the Companies Act (Treatment of Fractional Shares) as applied mutatis mutandis pursuant to Article 90, paragraph (3) of the Act (including as applied mutatis mutandis pursuant to Article 96-6, paragraph (2) of the Act (including as applied mutatis mutandis pursuant to Article 96-8, paragraph (2) of the Act); the same applies below in this Article) following the deemed replacement of terms, is the method whereby the amount listed in the following items is treated as the price of shares provided in each item, in accordance with the categories of the respective cases stated in those items:

一　当該株式を市場において行う取引によって売却する場合　当該取引によって売却する価格

(i) if the shares are sold through a market transaction: the sale price of the transaction; or

二　前号に掲げる場合以外の場合　次に掲げる額のうちいずれか高い額

(ii) in cases other than the case stated in the preceding item: the higher of the following prices:

イ　法第九十条第三項において準用する会社法第二百三十四条第二項の規定により

売却する日（以下この号において「売却日」という。）における当該株式を取引する市場における最終の価格（当該売却日に売買取引がない場合又は当該売却日が当該市場の休業日に当たる場合にあっては、その後最初になされた売買取引の成立価格）

(a) the closing price of the shares on the market on which the shares are traded, as of the day when the shares were sold pursuant to the provisions of Article 234, paragraph (2) of the Companies Act as applied mutatis mutandis by replacing certain terms pursuant to Article 90, paragraph (3) of the Act (referred to below as the "sales date" in this item) (if no sale and purchase transaction was consummated on the sales date, or if the sales date falls on a non-business day of the market, the contract price of the sale and purchase transaction effected for the first time after that day); or

ロ　売却日において当該株式が公開買付け等の対象であるときは、当該売却日における当該公開買付け等に係る契約における当該株式の価格

(b) in cases where, as of the sales date, the shares are the target of a tender offer, etc., the price of the shares provided for in the contract related to the tender offer, etc. as of the sales date.

（組織変更剰余金額の計算等）

(Calculation of Amount of Surplus in Entity Conversion)

第四十五条　法第九十一条第三項に規定する内閣府令で定めるところにより計算した金額は、組織変更をする相互会社の組織変更時における純資産額として計算した金額に第一号に掲げる額のうちに第二号に掲げる額の占める割合を乗じて算出される金額とする。

Article 45 (1) The amount calculated in accordance with the formula to be specified by Cabinet Office Order, as provided in Article 91, paragraph (3) of the Act, is the amount calculated as the net asset as of the time of the entity conversion of the converting mutual company, multiplied by the proportion of the amount stated in item (ii) to the amount stated in item (i):

一　第四十四条第一項により社員の寄与分の合計額を計算する場合に用いる方法と同様の方法により評価した組織変更をする相互会社の組織変更時における総資産の額から次に掲げる額の合計額を控除した額

(i) the amount of total assets of the converting mutual company as of the time of the entity conversion, which is evaluated by the same method as those used for the calculation of the total amount of members' contributions as referred to in Article 44, paragraph (1), less the total of the following amounts:

イ　第四十四条第二項第二号に掲げる額

(a) the amount stated in Article 44, paragraph (2), item (ii);

ロ　法第六十三条第一項の保険契約について、第四十四条第二項第二号に掲げる額を計算する場合に用いる方法と同様の方法により評価した保険契約上の債務を履

行するために確保すべき資産の額

(b) regarding the insurance contract under Article 63, paragraph (1) of the Act, the amount of assets to be secured for the performance of obligations under insurance contracts, which is evaluated by the same method as those used for the calculation of the amount stated in Article 44, paragraph (2), item (ii);

ハ　第四十四条第二項第二号に掲げる額を計算する場合に用いる方法と同様の方法により評価した組織変更をする相互会社の組織変更時における債務を履行するために確保すべき資産の額（イ及びロに掲げるものを除く。）

(c) the amount of assets to be secured for the performance the converting mutual company of its obligations at the time of the entity conversion, which is evaluated by the same method as those used for the calculation of the amount stated in Article 44, paragraph (2), item (ii) (excluding the amounts stated in (a) and (b)); and

二　前号に掲げる額から第四十四条第一項に規定する社員の寄与分の合計額を控除した額

(ii) the amount stated in the preceding paragraph, less the total of the amount of members' contributions as provided in an Article 44, paragraph (1).

２　組織変更後株式会社において、次に掲げる事由により貸借対照表の純資産の部又は負債の部に計上した金額が減少する場合には、当該減少額につき組織変更剰余金額を減額することができる。

(2) if the amount recorded in the net asset section or liability section of the balance sheet of the converted stock company decreases due to any of the grounds stated in the following items, the amount of surplus in entity conversion may be reduced accordingly with the reduction:

一　剰余金、資本準備金又は利益準備金による欠損のてん補

(i) compensation of loss by the allocation of surplus, capital reserve or retained earnings reserve;

二　資本金の額の減少

(ii) reduction in the amount of stated capital;

三　法第四条第二項第四号に掲げる書類を変更することによる第六十九条第一項第一号又は第七十条第一項第一号イの保険料積立金の追加積立て

(iii) addition to the insurance premiums reserve under Article 69, paragraph (1), item (i) or Article 70, paragraph (1), item (i), (a) by way of effecting amendment to the document stated in Article 4, paragraph (2), item (iv) of the Act;

四　法第百十五条第一項の価格変動準備金の取崩し

(iv) reversal of price fluctuation reserve under Article 115, paragraph (1) of the Act; or

五　第六十九条第一項第三号又は第七十条第一項第二号の二の危険準備金の取崩し

(v) reversal of contingency reserve under Article 69, paragraph (1), item (iii) or

Article 70, paragraph (1), item (ii)-2.

（資本準備金の額等）

(Amount of Capital Reserve)

第四十五条の二　法第九十一条第四項に規定する内閣府令で定める組織変更に際しての計算に関し必要な事項は、この条の定めるところによる。

Article 45-2 (1) The matters necessary for accounting related to the entity conversion to be specified by Cabinet Office Order, as provided in Article 91, paragraph (4) of the Act, are as prescribed in this Article.

２　組織変更後株式会社が組織変更に際して資本準備金として計上すべき額は、組織変更時における純資産額（評価・換算差額等を除く。）から法第八十六条第四項第五号の資本金の額を控除した残額とする。

(2) The amount to be recorded by the converted stock company upon the entity conversion as its capital reserve is the amount of net assets as of the time of entity conversion (excluding the valuation and translation adjustment, etc.), less the amount of stated capital referred to in Article 86, paragraph (4), item (v) of the Act.

３　前項の規定にかかわらず、組織変更をする相互会社の組織変更時における損失てん補準備金の額は、資本準備金として計上すべき額としないことができる。ただし、この場合においては、当該損失てん補準備金の額は、組織変更後株式会社の利益準備金として計上しなければならない。

(3) Notwithstanding the provisions of the preceding paragraph, the amount of the loss reserves of the converting mutual company as of the time of entity conversion may be treated as the amount not required to be recorded as capital reserve; provided, however, that in this case, the amount of the loss reserves must be recorded as the retained earnings reserve of the converted stock company.

４　第二項の規定にかかわらず、組織変更をする相互会社の組織変更時における当該相互会社に留保されている剰余金（前項の損失てん補準備金を除く。）の額に相当する額は、資本準備金として計上すべき額としないことができる。

(4) Notwithstanding the provisions of paragraph (2), the amount equivalent to the amount of surplus (excluding the loss reserves under the preceding paragraph) reserved by the converting mutual company at the time of its entity conversion may be treated as the amount not required to be recorded as capital reserve.

（申込みをしようとする者に対して通知すべき事項）

(Matters Requiring Notices to Prospective Applicants)

第四十五条の三　法第九十三条第一項第四号に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 45-3 The matters to be specified by Cabinet Office Order, as provided in

Article 93, paragraph (1), item (iv) of the Act, are as follows:
一　発行可能株式総数（会社法第三十七条第一項（発行可能株式総数の定め等）に規定する発行可能株式総数をいう。）（種類株式発行会社にあっては、各種類の株式の発行可能種類株式総数（同法第百一条第一項第三号（定款の変更の手続の特則）に規定する発行可能種類株式総数をいう。）を含む。）
(i) the total number of authorized shares (meaning the total number of authorized shares as provided in Article 37, paragraph (1) (Provisions on Total Number of Authorized Shares) of the Companies Act) (if the company is a company with class shares, including the total number of authorized shares in each class (meaning the total number of authorized shares in each class as provided in Article 101, paragraph (1), item (iii) (Special Provisions on Procedures for Amendment in Articles of Incorporation) of that Act));
二　組織変更後株式会社（種類株式発行会社を除く。）が発行する株式の内容として会社法第百七条第一項各号（株式の内容についての特別の定め）に掲げる事項を定めているときは、当該株式の内容
(ii) if the converted stock company (excluding a company with class shares) has prescribed the matters stated in the items of Article 107, paragraph (1) (Special Provisions on Features of Shares) of the Companies Act as the features of the shares to be issued, the features of the shares;
三　組織変更後株式会社（種類株式発行会社に限る。）が会社法第百八条第一項各号（異なる種類の株式）に掲げる事項につき内容の異なる株式を発行することとしているときは、各種類の株式の内容（ある種類の株式につき同条第三項の定款の定めがある場合において、当該定款の定めにより組織変更後株式会社が当該種類の株式の内容を定めていないときは、当該種類の株式の内容の要綱）
(iii) if the converted stock company (limited to a company with class shares) has decided to issue shares with different features as to the matters stated in the items of Article 108, paragraph (1) (Shares of Different Classes) of the Companies Act, the features of the respective classes of shares (if, regarding a certain class of shares, a provision in the articles of incorporation is provided under the paragraph (3) of the same Article, and the converted stock company, as provided for in the provision of the articles of incorporation, has not prescribed the features of the class of shares, the outline of the features of the class of shares);
四　単元株式数についての定款の定めがあるときは、その単元株式数（種類株式発行会社にあっては、各種類の株式の単元株式数）
(iv) when the articles of incorporation provide for any provisions concerning a share unit number, the share unit number (if the company is a company with class shares, the share units of respective class of shares);
五　次に掲げる定款の定めがあるときは、その規定
(v) when the articles of incorporation provide for any of the following, the provisions:

イ　会社法第百三十九条第一項（譲渡等の承認の決定等）、第百四十条第五項（株式会社又は指定買取人による買取り）又は第百四十五条第一号若しくは第二号（株式会社が承認をしたとみなされる場合）に規定する定款の定め

(a) the provisions of the articles of incorporation as provided in Article 139, paragraph (1) (Determination of Approval of Transfer), Article 140, paragraph (5) (Purchase by Stock Company or Designated Purchaser), or Article 145, item (i) or (ii) (Cases Where Stock Company Is Deemed to Have Approved) of the Companies Act;

ロ　会社法第百六十四条第一項（特定の株主からの取得に関する定款の定め）に規定する定款の定め

(b) the provisions of the articles of incorporation, as provided in Article 164, paragraph (1) (Provisions of Articles of Incorporation Regarding Acquisition from Specific Shareholders) of the Companies Act;

ハ　会社法第百六十七条第三項（効力の発生）に規定する定款の定め

(c) the provisions of the articles of incorporation, as provided in Article 167, paragraph (3) (Effectuation) of the Companies Act;

ニ　会社法第百六十八条第一項（取得する日の決定）又は第百六十九条第二項（取得する株式の決定等）に規定する定款の定め

(d) the provisions of the articles of incorporation, as provided in Article 168, paragraph (1) (Determination of the Day of Acquisition) or Article 169, paragraph (2) (Determination of Shares to Be Acquired) of the Companies Act;

ホ　会社法第百七十四条（相続人等に対する売渡しの請求に関する定款の定め）に規定する定款の定め

(e) the provisions of the articles of incorporation, as provided in Article 174 (Provisions of Articles of Incorporation Regarding Demand for Sale to Heirs) of the Companies Act;

ヘ　会社法第三百四十七条（種類株主総会における取締役又は監査役の選任等）に規定する定款の定め

(f) the provisions of the articles of incorporation, as provided in Article 347 (Election of Directors or Company Auditors at General Meeting of Class Shareholders) of the Companies Act;

ト　会社法施行規則第二十六条第一号又は第二号（承認したものとみなされる場合）に規定する定款の定め

(g) the provisions of the articles of incorporation, as provided in Article 26, item (i) or (ii) (Case Where Approval Is Deemed to Have Been Granted) of the Regulations for Enforcement of the Companies Act;

六　株主名簿管理人を置く旨の定款の定めがあるときは、その氏名又は名称及び住所並びに営業所

(vi) if the articles of incorporation provide for appointment of a shareholder register administrator, their name and address, and their business office;

七　会社法第三百二十五条の二（電子提供措置をとる旨の定款の定め）に規定する電子提供措置をとる旨の定款の定めがあるときは、その規定
(vii) if the articles of incorporation provide for the measures for electronic provision provided in Article 325-2 (Provisions in the Articles of Incorporation to the Effect that Measures for Electronic Provision Will be Taken) of the Companies Act, that provision; and
八　定款に定められた事項（法第九十三条第一項第一号から第三号まで及び前各号に掲げる事項を除く。）であって、当該組織変更をする相互会社に対して組織変更時発行株式（法第九十二条第一号に規定する組織変更時発行株式をいう。）の引受けの申込みをしようとする者が当該者に対して通知することを請求した事項
(viii) from among the matters provided for in the articles of incorporation (excluding the matters stated in Article 93, items (i) through (iii) of the Act; and also excluding the matters stated in the preceding items), the matters to be notified as required by a prospective applicant for the subscription of shares issued on entity conversion (meaning the shares issued on entity conversion as provided in Article 92, item (i) of the Act) to the converting mutual company.

（検査役の調査を要しない市場価格のある有価証券）
(Securities with Market Price Exempted from the Requirement of Investigation by Inspector)
第四十五条の四　法第九十六条の四において読み替えて準用する会社法第二百七条第九項第三号（金銭以外の財産の出資）に規定する内閣府令で定める方法は、次に掲げる額のうちいずれか高い額をもって同号に規定する有価証券の価格とする方法とする。
Article 45-4 The method specified by Cabinet Office Order, as provided in Article 207, paragraph (9), item (iii) (Contribution of Property Other than Monies) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4 of the Act following the deemed replacement of terms, is the method whereby the higher of the following amounts is treated as the price of securities as provided in Article 207, paragraph (9), item (iii) of the Companies Act:
一　法第九十二条第三号の価額を定めた日（以下この条において「価額決定日」という。）における当該有価証券を取引する市場における最終の価格（当該価額決定日に売買取引がない場合又は当該価額決定日が当該市場の休業日に当たる場合にあっては、その後最初になされた売買取引の成立価格）
(i) the closing price of the securities at the market where the securities are traded, as of the day when the value of the property referred to in Article 92, item (iii) of the Act was determined (referred to below as a "valuation date" in this Article) (if no sale and purchase transaction was consummated on the valuation date, or where the valuation date falls on a non-business day of the market, the contract price of the sale and purchase transaction effected for the first time after that day); or

二　価額決定日において当該有価証券が公開買付け等の対象であるときは、当該価額決定日における当該公開買付け等に係る契約における当該有価証券の価格

(ii) when, as of the valuation date, the securities are the target of a tender offer, etc., the price of the securities provided for in the contract related to the tender offer as of the valuation date.

（組織変更時発行株式の交付に伴う義務が履行された場合）

(Case of Performance of Obligations Incidental to Delivery of Shares Issued on Entity Conversion)

第四十五条の四の二　次に掲げる義務が履行された場合には、組織変更後株式会社のその他資本剰余金の額は、当該義務の履行により組織変更後株式会社に対して支払われた金銭又は給付された金銭以外の財産の額が増加するものとする。

Article 45-4-2 When the following duties have been performed, the amount of other capital surplus of the converted stock company is to be increased accordingly with the amount of money paid or the amount of property other than money delivered to the converted stock company on the ground of the performance of the obligation:

一　法第九十六条の四において読み替えて準用する会社法第二百十二条第一項第二号（不公正な払込金額で株式を引き受けた者等の責任）に掲げる場合において、同項の規定により同号に定める額の全部又は一部を支払う義務

(i) in the case referred to in Article 212, paragraph (1), item (ii) (Liabilities of Persons Who Subscribed for Shares with Unfair Amount to Be Paid in) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4 of the Act following the deemed replacement of terms, the duty to pay the entire or part of the amount as provided in the same item under the same paragraph; and

二　法第九十六条の四の二において読み替えて準用する会社法第二百十三条の二第一項各号（出資の履行を仮装した募集株式の引受人の責任）に掲げる場合において、同項の規定により同項各号に定める行為をする義務

(ii) in the case stated in each item of Article 213-2, paragraph (1) (Liabilities of Subscribers of Shares for Subscription for Which the Performance of Contribution Is Falsified) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4-2 of the Act following the deemed replacement of terms, the duty to engage in the act as provided in each item of the same paragraph under the same paragraph.

（出資された財産等の価額が不足する場合に責任をとるべき取締役等）

(Directors to Be Held Liable in Case of Shortfall in Value of Property Contributed)

第四十五条の五　法第九十六条の四において読み替えて準用する会社法第二百十三条第一項第二号（出資された財産等の価額が不足する場合の取締役等の責任）に規定する

内閣府令で定めるものは、次に掲げる者とする。

Article 45-5 The persons to be specified by Cabinet Office Order, as provided in Article 213, paragraph (1), item (ii) (Liabilities of Directors in Case of Shortfall in Value of Property Contributed) as applied mutatis mutandis pursuant to Article 96-4 of the Act following the deemed replacement of terms, are as follows:

一　社員総会（総代会を設けているときは、総代会）に現物出資財産の価額の決定に関する議案を提案した取締役

(i) the director who has submitted to the general meeting (or a member representatives meeting, if it has been organized) the proposed item on the agenda regarding the valuation of Properties Contributed in Kind; and

二　前号の議案の提案が取締役会の決議に基づいて行われたときは、当該取締役会の決議に賛成した取締役

(ii) if the proposal referred to in the preceding item was submitted in accordance with the resolution of the board of directors, the directors who casted affirmative votes on the resolution of the board of directors.

（旧社員等による責任追及等の訴えの提起の請求方法）

(Method for Demanding to File an Action to Enforce Liability by a Former Member)

第四十五条の六　法第九十六条の四において読み替えて準用する会社法第八百四十七条第一項（株主による責任追及等の訴え）の内閣府令で定める方法は、次に掲げる事項を記載した書面の提出又は当該事項の電磁的方法による提供とする。

Article 45-6 The method to be specified by Cabinet Office Order, as provided in Article 847, paragraph (1) (Action to Enforce Liability by Shareholders) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4 of the Act following the deemed replacement of terms is the submission of documents specifying the following matters, or the provision of the matters by the electronic or magnetic means:

一　被告となるべき者

(i) the prospective defendant; and

二　請求の趣旨及び請求を特定するのに必要な事実

(ii) object of claim and facts necessary for specifying the claim.

（組織変更後株式会社が責任追及等の訴えを提起しない理由の通知方法）

(Method of Notification of Reason for Not Filing Action to Enforce Liability by a Converted Stock Company)

第四十五条の七　法第九十六条の四において読み替えて準用する会社法第八百四十七条第四項（株主による責任追及等の訴え）の内閣府令で定める方法は、次に掲げる事項を記載した書面の提出又は当該事項の電磁的方法による提供とする。

Article 45-7 The methods to be specified by Cabinet Office Order, as provided in

Article 847, paragraph (4) (Action to Enforce Liability by Shareholders) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4 of the Act following the deemed replacement of terms are the submission of documents specifying the following matters, or the provision of the matters by electronic or magnetic means:

一　組織変更後株式会社が行った調査の内容（次号の判断の基礎とした資料を含む。）

(i) the details of the investigation performed by converted stock company (including the materials which served as the basis of judgment referred to in the following item);

二　法第九十六条の四において読み替えて準用する会社法第八百四十七条第一項の規定による請求に係る訴えについての前条第一号に掲げる者の責任又は義務の有無についての判断及びその理由

(ii) judgment as to whether the person specified in item (1) of the preceding Article is held liable for any responsibility or obligation in relation to the action related to the demand under Article 847, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4 of the Act following the deemed replacement of terms, and the grounds of the judgment; and

三　前号の者に責任又は義務があると判断した場合において、責任追及等の訴え（法第九十六条の四において準用する会社法第八百四十七条第一項に規定する責任追及等の訴えをいう。第四十五条の七の四第三号において同じ。）を提起しないときは、その理由

(iii) if the company judges the person referred to in the preceding item to be held liable for any responsibility or obligation, and refrains from filing an action to enforce liability, etc. (meaning an action to enforce liability, etc. as provided in Article 847, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4 of the Act; the same applies in Article 45-7-4, item (iii)), the grounds therefor.

（旧社員等による責任追及等の訴えの提起の請求方法）

(Method for Demanding to File an Action to Enforce Liability by a Former Member)

第四十五条の七の二　法第九十六条の四において準用する会社法第八百四十七条の二第一項及び第三項（旧株主による責任追及等の訴え）（同条第四項及び第五項において準用する場合を含む。第四十五条の七の四第二号において同じ。）の内閣府令で定める方法は、次に掲げる事項を記載した書面の提出又は当該事項の電磁的方法による提供とする。

Article 45-7-2 The methods to be specified by Cabinet Office Order, as provided in Article 847-2, paragraphs (1) and (3) (Action to Enforce Liability by Former Shareholders) of the Companies Act as applied mutatis mutandis pursuant to

Article 96-4 of the Act (including as applied mutatis mutandis pursuant to paragraphs (4) and (5) of the same Article; the same applies in Article 45-7-4, item (ii)) are the submission of documents specifying the following matters, or the provision of those matters by electronic or magnetic means:

一　被告となるべき者

(i) the prospective defendant;

二　請求の趣旨及び請求を特定するのに必要な事実

(ii) object of claim, and facts necessary for specifying the claim;

三　株式交換等完全親会社（法第九十六条の四において準用する会社法第八百四十九条第二項第一号（訴訟参加）に規定する株式交換等完全親会社をいう。）の名称及び住所並びに当該株式交換等完全親会社の株主である旨

(iii) the name and address of the wholly owning parent company resulting from the share exchange, etc. (meaning the wholly owning parent company resulting from the share exchange, etc. as provided in Article 849, paragraph (2), item (i) (Intervention) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4 of the Act), and the fact that the person is a shareholder of the wholly owning parent company resulting from the share exchange, etc.

（完全親会社）

(Wholly Owning Parent Company)

第四十五条の七の三　法第九十六条の四において読み替えて準用する会社法第八百四十七条の二第一項（旧株主による責任追及等の訴え）に規定する内閣府令で定める株式会社は、ある株式会社及び当該ある株式会社の完全子会社（当該ある株式会社が発行済株式の全部を有する株式会社をいう。以下この条において同じ。）又は当該ある株式会社の完全子会社が法第九十六条の四において読み替えて準用する会社法第八百四十七条の二第一項の特定の株式会社の発行済株式の全部を有する場合における当該ある株式会社とする。

Article 45-7-3 (1) The stock company to be specified by Cabinet Office Order, as provided in Article 847-2, paragraph (1) (Action to Enforce Liability by Former Shareholders) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4 of the Act following the deemed replacement of terms, is a certain stock company and a wholly owned subsidiary company of the certain stock company (meaning a stock company, the total number of issued shares of which are owned by the certain stock company; the same applies below in this Article), or a certain stock company in cases where a wholly owned subsidiary company of the certain stock company owns all of the issued shares of a specific stock company referred to in Article 847-2, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4 of the Act following the deemed replacement of terms.

２　前項の規定の適用については、同項のある株式会社及び当該ある株式会社の完全子

会社又は当該ある株式会社の完全子会社が他の株式会社の発行済株式の全部を有する場合における当該他の株式会社は、完全子会社とみなす。
(2) For the purpose of application of the provisions of the preceding paragraph, a certain stock company and a wholly owned subsidiary company of the certain stock company, or another stock company in cases where a wholly owned subsidiary company of the certain stock company owns all of the issued shares of the relevant other stock company are deemed to be a wholly owned subsidiary company.

（株式交換等完全子会社が責任追及等の訴えを提起しない理由の通知方法）
(Method of Notification of Reason for Not Filing Action to Enforce Liability by a Wholly Owned Subsidiary Company Resulting from the Share Exchange)
第四十五条の七の四　法第九十六条の四において準用する会社法第八百四十七条の二第七項（旧株主による責任追及等の訴え）の内閣府令で定める方法は、次に掲げる事項を記載した書面の提出又は当該事項の電磁的方法による提供とする。
Article 45-7-4 The methods to be specified by Cabinet Office Order, as provided in Article 847-2, paragraph (7) (Action to Enforce Liability by Former Shareholders) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4 of the Act, are the submission of documents specifying the following matters, or the provision of those matters by electronic or magnetic means:
一　株式交換等完全子会社（法第九十六条の四において準用する会社法第八百四十七条の二第一項に規定する株式交換等完全子会社をいう。）が行った調査の内容（次号の判断の基礎とした資料を含む。）
(i) the details of the investigation performed by the wholly owned subsidiary company resulting from the share exchange, etc. (meaning the wholly owned subsidiary company resulting from the share exchange, etc. as provided in Article 847-2, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4 of the Act) (including the materials which served as the basis of judgment referred to in the following item);
二　法第九十六条の四において準用する会社法第八百四十七条の二第一項又は第三項の規定による請求に係る訴えについての第四十五条の七の二第一号に掲げる者の責任又は義務の有無についての判断及びその理由
(ii) judgment as to whether the person specified in Article 45-7-2, item (i) is held liable for any responsibility or obligation in relation to the action related to the demand under Article 847-2, paragraph (1) or (3) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4 of the Act, and the grounds of the judgment; and
三　前号の者に責任又は義務があると判断した場合において、責任追及等の訴えを提起しないときは、その理由
(iii) if the company judges the person referred to in the preceding item to be

held liable for any responsibility or obligation, and where the company refrains from filing an action to enforce liability, etc., the grounds therefor.

（旧社員等による責任追及等の訴えの提起の請求方法）

(Method for Demanding to File an Action to Enforce Liability by a Former Member)

第四十五条の八　法第九十六条の四の二において読み替えて準用する会社法第八百四十七条第一項（株主による責任追及等の訴え）の内閣府令で定める方法は、次に掲げる事項を記載した書面の提出又は当該事項の電磁的方法による提供とする。

Article 45-8 The method to be specified by Cabinet Office Order, as provided in Article 847, paragraph (1) (Action to Enforce Liability by Shareholders) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4-2 of the Act following the deemed replacement of terms is the submission of documents specifying the following matters, or the provision of those matters by electronic or magnetic means:

一　被告となるべき者

(i) the prospective defendant; and

二　請求の趣旨及び請求を特定するのに必要な事実

(ii) object of claim, and facts necessary for specifying the claim.

（組織変更後株式会社が責任追及等の訴えを提起しない理由の通知方法）

(Method of Notification of Reason for Not Filing Action to Enforce Liability by a Converted Stock Company)

第四十五条の八の二　法第九十六条の四の二において読み替えて準用する会社法第八百四十七条第四項（株主による責任追及等の訴え）の内閣府令で定める方法は、次に掲げる事項を記載した書面の提出又は当該事項の電磁的方法による提供とする。

Article 45-8-2 The methods to be specified by Cabinet Office Order, as provided in Article 847, paragraph (4) (Action to Enforce Liability by Shareholders) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4-2 of the Act following the deemed replacement of terms are the submission of documents specifying the following matters, or the provision of those matters by electronic or magnetic means:

一　組織変更後株式会社が行った調査の内容（次号の判断の基礎とした資料を含む。）

(i) the details of the investigation performed by the converted stock company (including the materials which served as the basis of judgment referred to in the following item);

二　法第九十六条の四の二において読み替えて準用する会社法第八百四十七条第一項の規定による請求に係る訴えについての前条第一号に掲げる者の責任又は義務の有無についての判断及びその理由

(ii) judgment as to whether the person specified in item (1) of the preceding

Article is held liable for any responsibility or obligation in relation to the action related to the demand under Article 847, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4-2 of the Act following the deemed replacement of terms, and the grounds of the judgment; and

三　前号の者に責任又は義務があると判断した場合において、責任追及等の訴え（法第九十六条の四の二において読み替えて準用する会社法第八百四十七条第一項に規定する責任追及等の訴えをいう。第四十五条の八の五第三号において同じ。）を提起しないときは、その理由

(iii) if the company judges the person referred to in the preceding item to be held liable for any responsibility or obligation, and refrains from filing an action to enforce liability, etc. (meaning an action to enforce liability, etc. as provided in Article 847, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4-2 of the Act; following the deemed replacement of terms the same applies in Article 45-8-5, item (iii)), the grounds for that.

（旧社員等による責任追及等の訴えの提起の請求方法）

(Method for Demanding to File an Action to Enforce Liability by a Former Member)

第四十五条の八の三　法第九十六条の四の二において準用する会社法第八百四十七条の二第一項及び第三項（旧株主による責任追及等の訴え）（同条第四項及び第五項において準用する場合を含む。第四十五条の八の五第二号において同じ。）の内閣府令で定める方法は、次に掲げる事項を記載した書面の提出又は当該事項の電磁的方法による提供とする。

Article 45-8-3 The methods to be specified by Cabinet Office Order, as provided in Article 847-2, paragraphs (1) and (3) (Action to Enforce Liability by Former Shareholders) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4-2 of the Act (including as applied mutatis mutandis pursuant to paragraphs (4) and (5) of the same Article; the same applies in Article 45-8-5, item (ii)) are the submission of documents specifying the following matters, or the provision of those matters by electronic or magnetic means:

一　被告となるべき者

(i) the prospective defendant;

二　請求の趣旨及び請求を特定するのに必要な事実

(ii) object of claim, and facts necessary for specifying the claim; and

三　株式交換等完全親会社（法第九十六条の四の二において準用する会社法第八百四十九条第二項第一号（訴訟参加）に規定する株式交換等完全親会社をいう。）の名称及び住所並びに当該株式交換等完全親会社の株主である旨

(iii) the name and address of the wholly owning parent company resulting from the share exchange, etc. (meaning the wholly owning parent company resulting from the share exchange, etc. as provided in Article 849, paragraph (2), item (i) (Intervention) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4-2 of the Act), and the fact that the person is a shareholder of the wholly owning parent company resulting from the share exchange, etc.

（完全親会社）

(Wholly Owning Parent Company)

第四十五条の八の四　法第九十六条の四の二において読み替えて準用する会社法第八百四十七条の二第一項（旧株主による責任追及等の訴え）に規定する内閣府令で定める株式会社は、ある株式会社及び当該ある株式会社の完全子会社（当該ある株式会社が発行済株式の全部を有する株式会社をいう。以下この条において同じ。）又は当該ある株式会社の完全子会社が法第九十六条の四の二において読み替えて準用する会社法第八百四十七条の二第一項の特定の株式会社の発行済株式の全部を有する場合における当該ある株式会社とする。

Article 45-8-4 (1) The stock company to be specified by Cabinet Office Order, as provided in Article 847-2, paragraph (1) (Action to Enforce Liability by Former Shareholders) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4-2 of the Act following the deemed replacement of terms, is a certain stock company and a wholly owned subsidiary company of the certain stock company (meaning a stock company, the total number of issued shares of which are owned by the certain stock company; the same applies below in this Article), or a certain stock company when a wholly owned subsidiary company of the certain stock company owns all of the issued shares of a specific stock company referred to in Article 847-2, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4-2 of the Act following the deemed replacement of terms.

２　前項の規定の適用については、同項のある株式会社及び当該ある株式会社の完全子会社又は当該ある株式会社の完全子会社が他の株式会社の発行済株式の全部を有する場合における当該他の株式会社は、完全子会社とみなす。

(2) For the purpose of application of the provisions of the preceding paragraph, a certain stock company and a wholly owned subsidiary company of the certain stock company, or another stock company in cases where a wholly owned subsidiary company of the certain stock company owns all of the issued shares of the relevant other stock company are deemed to be a wholly owned subsidiary company.

（株式交換等完全子会社が責任追及等の訴えを提起しない理由の通知方法）

(Method of Notification of Reason for Not Filing Action to Enforce Liability by a Wholly Owned Subsidiary Company Resulting from the Share Exchange)

第四十五条の八の五　法第九十六条の四の二において準用する会社法第八百四十七条の

二第七項（旧株主による責任追及等の訴え）の内閣府令で定める方法は、次に掲げる事項を記載した書面の提出又は当該事項の電磁的方法による提供とする。

Article 45-8-5 The methods to be specified by Cabinet Office Order as provided in Article 847-2, paragraph (7) (Action to Enforce Liability by Former Shareholders) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4-2 of the Act are the submission of documents specifying the following matters, or the provision of those matters by electronic or magnetic means:

一　株式交換等完全子会社（法第九十六条の四の二において準用する会社法第八百四十七条の二第一項に規定する株式交換等完全子会社をいう。）が行った調査の内容（次号の判断の基礎とした資料を含む。）

(i) the details of the investigation performed by the wholly owned subsidiary company resulting from the share exchange, etc. (meaning the wholly owned subsidiary company resulting from the share exchange, etc. as provided in Article 847-2, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4-2 of the Act) (including the materials which served as the basis of judgment referred to in the following item);

二　法第九十六条の四の二において準用する会社法第八百四十七条の二第一項又は第三項の規定による請求に係る訴えについての第四十五条の八の三第一号に掲げる者の責任又は義務の有無についての判断及びその理由

(ii) judgment as to whether the person specified in Article 45-8-3, item (i) is held liable for any responsibility or obligation in relation to the action related to the demand under Article 847-2, paragraph (1) or (3) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4-2 of the Act, and the grounds of the judgment; and

三　前号の者に責任又は義務があると判断した場合において、責任追及等の訴えを提起しないときは、その理由

(iii) if the company judges the person referred to in the preceding item to be held liable for any responsibility or obligation, and where the company refrains from filing an action to enforce liability, etc., the grounds therefor.

（出資の履行の仮装に関して責任をとるべき取締役等）

(Directors to Be Held Liable for Disguising Performance of Contribution)

第四十五条の八の六　法第九十六条の四の三第一項に規定する内閣府令で定める者は、次に掲げる者とする。

Article 45-8-6 The persons to be specified by Cabinet Office Order, as provided in Article 96-4-3, paragraph (1) of the Act are the following persons:

一　出資の履行（法第九十六条第三項に規定する出資の履行をいう。以下この条において同じ。）の仮装に関する職務を行った取締役及び執行役

(i) the director and executive officer who performed the duties concerning disguising performance of contribution (meaning performance of contribution as provided in Article 96, paragraph (3) of the Act; the same applies below in this Article);

二　出資の履行の仮装が取締役会の決議に基づいて行われたときは、次に掲げる者

(ii) if disguising performance of contribution is made in accordance with the resolution of the board of directors, the following persons:

イ　当該取締役会の決議に賛成した取締役

(a) the directors who casted affirmative votes on the resolution of the board of directors; and

ロ　当該取締役会に当該出資の履行の仮装に関する議案を提案した取締役及び執行役

(b) the director and executive officer who have submitted the proposed item on the agenda regarding disguising the performance of contribution to the board of directors' meeting; and

三　出資の履行の仮装が社員総会（総代会を設けているときは、総代会。以下この号において同じ。）の決議に基づいて行われたときは、次に掲げる者

(iii) if disguising performance of contribution is made in accordance with the resolution of the general meeting (or a member representatives meeting, if it has been organized; the same applies below in this item), the following persons:

イ　当該社員総会に当該出資の履行の仮装に関する議案を提案した取締役

(a) the director who has submitted to the general meeting the proposed item on the agenda regarding disguising the performance of contribution;

ロ　イの議案の提案が取締役会の決議に基づいて行われたときは、当該取締役会の決議に賛成した取締役

(b) if the proposed item on the agenda referred to in (a) was submitted in accordance with the resolution of the board of directors, the directors who casted affirmative votes on the resolution of the board of directors; and

ハ　当該社員総会において当該出資の履行の仮装に関する事項について説明をした取締役及び執行役

(c) the director and executive officer who gave explanation related to disguising the performance of contribution at the general meeting.

（組織変更株式交換に際して資本金又は準備金として計上すべき額）

(Amount to be Recorded as Stated Capital or Reserves upon Share Exchange on Entity Conversion)

第四十五条の八の七　法第九十六条の五第三項において準用する会社法第四百四十五条第五項（資本金の額及び準備金の額）に規定する内閣府令で定めるべき事項は、計算規則に定めるところによる。

Article 45-8-7 The matters to be specified by Cabinet Office Order, as provided in Article 445, paragraph (5) (Amounts of Stated Capital and Amounts of Reserves) of the Companies Act as applied mutatis mutandis pursuant to

Article 96-5, paragraph (3) of the Act are as prescribed in the Rules of Accounting.

（組織変更株式交換完全親会社の事前開示事項）

(Matters Subject to Prior Disclosure by Wholly Owning Parent Company Resulting from the Share Exchange)

第四十五条の九　法第九十六条の五第三項において読み替えて準用する会社法第七百九十四条第一項（吸収合併契約等に関する書面等の備置き及び閲覧等）に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 45-9 The matters to be specified by Cabinet Office Order, as provided in Article 794, paragraph (1) (Keeping and Inspection of Documents Concerning an Absorption-Type Merger Agreement) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act following the deemed replacement of terms, are as follows:

一　法第九十六条の七第二号及び第三号に掲げる事項についての定め（当該定めがない場合にあっては、当該定めがないこと）の相当性に関する事項

(i) matters related to adequacy of the provisions on the matters stated in Article 96-7, items (ii) and (iii) (if there is no such provision, the adequacy as to the lack of provision);

二　組織変更をする相互会社についての次に掲げる事項

(ii) the following matters in regard to the converting mutual company:

イ　最終事業年度に係る計算書類等（最終事業年度がない場合にあっては、組織変更をする相互会社の成立の日における貸借対照表）の内容

(a) the details of the financial statements, etc. for the most recent business year (if the converting mutual company has no most recent business year, the balance sheet as of the day of incorporation of the mutual company);

ロ　最終事業年度の末日（最終事業年度がない場合にあっては、組織変更をする相互会社の成立の日）後に重要な財産の処分、重大な債務の負担その他の会社財産の状況に重要な影響を与える事象が生じたときは、その内容（法第九十六条の五第三項において読み替えて準用する会社法第七百九十四条第一項の規定により同項の書面又は電磁的記録を本店に備え置いた日（以下この款において「組織変更株式交換契約備置開始日」という。）後組織変更株式交換の効力が生ずる日までの間に新たな最終事業年度が存することとなる場合にあっては、当該新たな最終事業年度の末日後に生じた事象の内容に限る。）

(b) if disposition of any important asset, assumption of a material obligation or any other event which would have a material impact on the company's asset status has taken place after the last day of the most recent business year (if the converting mutual company has no most recent business year, after the date of its incorporation), the details of event (if the new most recent business year falls within the period between the day of commencement of keeping the documents or electronic or magnetic records under Article 794, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act following the deemed replacement of terms (referred to below as the "day of commencement of keeping contract for share exchange on entity conversion" in this Subsection) and the day when the share exchange on entity conversion becomes effective, the above is limited to the accounts of the events which have taken place after the last day of the new most recent business year);

三　組織変更株式交換完全親会社についての次に掲げる事項

(iii) the following matters regarding the wholly owning parent company resulting from the share exchange:

イ　最終事業年度の末日（最終事業年度がない場合にあっては、組織変更株式交換完全親会社の成立の日）後に重要な財産の処分、重大な債務の負担その他の会社財産の状況に重要な影響を与える事象が生じたときは、その内容（組織変更株式交換契約備置開始日後組織変更株式交換の効力が生ずる日までの間に新たな最終事業年度が存することとなる場合にあっては、当該新たな最終事業年度の末日後に生じた事象の内容に限る。）

(a) if disposition of any important asset, assumption of a material obligation or any other event which would have a material impact on the company's asset status has taken place after the last day of the most recent business year (if the wholly owning parent company resulting from the share exchange has no most recent business year, after the date of its incorporation), the details of event (if the new most recent business year falls within the period between the day of commencement of keeping contract for share exchange on entity conversion and the day when the share exchange on entity conversion becomes effective, the above is limited to the accounts of the events which have taken place after the last day of the new most recent business year);

ロ　最終事業年度がないときは、組織変更株式交換完全親会社の成立の日における貸借対照表

(b) if the wholly owning parent company resulting from the share exchange has no most recent business year, the balance sheet as of the date of its incorporation;

四　法第九十六条の五第三項において読み替えて準用する会社法第七百九十九条第一項（債権者の異議）の規定により組織変更株式交換について異議を述べることができる債権者があるときは、組織変更株式交換が効力を生ずる日以後における組織変更株式交換完全親会社の債務（当該債権者に対して負担する債務に限る。）の履行の見込みに関する事項

(iv) if any creditor is entitled to raise an objection as to the share exchange on entity conversion pursuant to the provisions of Article 799, paragraph (1) (Objections of Creditors) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act following the deemed replacement of terms, the matters related to the prospect on performance by the wholly owning parent company resulting from the share exchange of its obligations on or after the day when the share exchange on entity conversion becomes effective (limited to the obligations held against the aforementioned creditor);

五　組織変更株式交換契約備置開始日後組織変更株式交換が効力を生ずる日までの間に、前各号に掲げる事項に変更が生じたときは、変更後の当該事項

(v) if, for the period between the day of commencement of keeping contract for share exchange on entity conversion and the day when the share exchange on entity conversion becomes effective, any change has occurred to the matters listed in any of the preceding items, the matter so changed.

（組織変更株式交換完全親会社の株式に準ずるもの）

(Equivalent of Shares in Wholly Owning Parent Company Resulting from the Share Exchange by a Stock Company Converted from a Mutual Company)

第四十五条の十　法第九十六条の五第三項において読み替えて準用する会社法第七百九十四条第三項（吸収合併契約等に関する書面等の備置き及び閲覧等）に規定する内閣府令で定めるものは、第一号に掲げる額から第二号に掲げる額を減じて得た額が第三号に掲げる額よりも小さい場合における法第九十六条の七第二号及び第三号の定めに従い交付する金銭とする。

Article 45-10 The equivalent to be specified by Cabinet Office Order, as provided in Article 794, paragraph (3) (Keeping and Inspection of Documents Concerning an Absorption-Type Merger Agreement) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act following the deemed replacement of terms, is the money to be delivered in accordance with the provisions of Article 96-7, items (ii) and (iii) of the Act, when the amount stated in item (i) less the amount stated in item (ii) is smaller than the amount stated in item (iii):

一　組織変更をする相互会社の社員に対して交付する株式等の合計額

(i) the total amount of shares, etc. to be delivered to the members of the converting mutual company;

二　前号に規定する株式等のうち組織変更株式交換完全親会社の株式の価額の合計額

(ii) from among the shares, etc. provided in the preceding paragraph, the total value of the shares in wholly owning parent company resulting from the share exchange; and

三　第一号に規定する株式等の合計額に二十分の一を乗じて得た額

(iii) the total amount of shares, etc. as provided in item (i), multiplied by one-twentieth.

（株式の額）

(Amount of Shares)
第四十五条の十一　法第九十六条の五第三項において読み替えて準用する会社法第七百九十五条第二項第三号（吸収合併契約等の承認等）に規定する内閣府令で定める額は、第一号及び第二号に掲げる額の合計額から第三号に掲げる額を減じて得た額とする。
Article 45-11 The amount to be specified by Cabinet Office Order, as provided in Article 795, paragraph (2), item (iii) (Approval of the Absorption-Type Merger Agreement) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act following the deemed replacement of terms, is the sum of the amounts stated in items (i) and (ii), less the amount stated in item (iii):
一　組織変更株式交換完全親会社が組織変更株式交換により取得する組織変更後株式会社の株式につき会計帳簿に付すべき額
(i) the amount of shares in converted stock company acquired by the wholly owning parent company resulting from the share exchange upon the share exchange on entity conversion, which is to be posted on the accounting books;
二　計算規則第十一条（のれん）の規定により計上したのれんの額
(ii) the amount of goodwill recorded pursuant to the provisions of Article 11 (Goodwill) of the Rules of Accounting; and
三　計算規則第十二条（株式及び持分に係る特別勘定）の規定により計上する負債の額
(iii) the amount of liabilities to be recorded pursuant to the provisions of Article 12 (Special Account for Shares and Equity) of the Rules of Accounting.

（純資産の額）
(Amount of Net Assets)
第四十五条の十二　法第九十六条の五第三項において読み替えて準用する会社法第七百九十六条第二項第二号（吸収合併契約等の承認を要しない場合等）に規定する内閣府令で定める方法は、算定基準日（組織変更株式交換契約を締結した日（当該契約により当該契約を締結した日と異なる時（当該契約を締結した日後から当該組織変更株式交換の効力が生ずる時の直前までの間の時に限る。）を定めた場合にあっては、当該時）をいう。）における第一号から第七号までに掲げる額の合計額から第八号に掲げる額を減じて得た額（当該額が五百万円を下回る場合にあっては、五百万円）をもって組織変更株式交換完全親会社の純資産額とする方法とする。
Article 45-12 The method to be specified by Cabinet Office Order, as provided in Article 796, paragraph (2), item (ii) (Cases Where Approval of the Absorption-Type Merger Agreement Is Not Required) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act following the deemed replacement of terms, is the method whereby the total of the amounts stated in items (i) through (vii) as of the cut-off date (meaning the date of conclusion of a contract for share exchange on entity conversion (if, under the contract, the timing other than the conclusion date (limited to the

timing between the date of conclusion of the contract and the time immediately before the time when the share exchange on entity conversion becomes effective) has been designated, the timing)), less the amount stated in item (viii) (or five million yen, if the amount is less than five million yen), is treated as the amount of net assets of the wholly owning parent company resulting from the share exchange:

一　資本金の額

(i) the amount of stated capital;

二　資本準備金の額

(ii) the amount of capital reserve;

三　利益準備金の額

(iii) the amount of retained earnings reserve;

四　会社法第四百四十六条（剰余金の額）に規定する剰余金の額

(iv) the amount of surplus as provided in Article 446 (Amounts of Surplus) of the Companies Act;

五　最終事業年度の末日（最終事業年度がない場合にあっては、組織変更株式交換完全親会社の成立の日）における評価・換算差額等に係る額

(v) the amount related to valuation and translation adjustments, etc. as of the last day of the most recent business year (if the wholly owning parent company resulting from the share exchange has no most recent business year, the day of its incorporation);

六　株式引受権（計算規則第二条第三項第三十四号（定義）に規定する株式引受権をいう。第百一条の二の六第六号において同じ。）の帳簿価額

(vi) the book value of share award rights (meaning the share award rights provided in Article 2, paragraph (3), item (xxxiv) (Definitions) of the Rules of Accounting; the same applies in Article 101-2-6, item (vi));

七　新株予約権の帳簿価額

(vii) the book value of share options; and

八　自己株式及び自己新株予約権の帳簿価額の合計額

(viii) the total amount of the book value of treasury shares and the company's own share options.

（株式の数）

(Number of Shares)

第四十五条の十三　法第九十六条の五第三項において読み替えて準用する会社法第七百九十六条第三項（吸収合併契約等の承認を要しない場合等）に規定する内閣府令で定める数は、次に掲げる数のうちいずれか小さい数とする。

Article 45-13 The number to be specified by Cabinet Office Order, as provided in Article 796, paragraph (3) (Cases Where Approval of the Absorption-Type Merger Agreement Is Not Required) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act following the deemed replacement of terms, is the smallest of the following numbers:

一　特定株式（法第九十六条の五第三項において読み替えて準用する会社法第七百九十六条第三項に規定する行為に係る株主総会において議決権を行使することができることを内容とする株式をいう。以下この条において同じ。）の総数に二分の一（当該株主総会の決議が成立するための要件として当該特定株式の議決権の総数の一定の割合以上の議決権を有する株主が出席しなければならない旨の定款の定めがある場合にあっては、当該一定の割合）を乗じて得た数に三分の一（当該株主総会の決議が成立するための要件として当該株主総会に出席した当該特定株主（特定株式の株主をいう。以下この条において同じ。）の有する議決権の総数の一定の割合以上の多数が賛成しなければならない旨の定款の定めがある場合にあっては、一から当該一定の割合を減じて得た割合）を乗じて得た数に一を加えた数

(i) the number obtained by adding one to the number obtained by multiplying the total number of specific shares (meaning the shares which entitles the shareholders to exercise their voting rights at a shareholders meeting related to the act as provided in Article 796, paragraph (3) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act following the deemed replacement of terms; the same applies below in this Article) by half (if the articles of incorporation provides that adoption of the resolution of the shareholders meeting requires the attendance of shareholders having voting rights of not less than a certain proportion against all voting rights represented by the specific shares, by the proportion), and further by one-third (if the articles of incorporation provides that adoption of the resolution of the shareholders meeting requires affirmative votes of not less than a certain proportion against the total number of voting rights held by the specific shareholders (meaning the shareholders of specific shares; the same applies below in this Article) attending the shareholders meeting, by a proportion calculated by subtracting the proportion from one);

二　法第九十六条の五第三項において準用する会社法第七百九十六条第三項に規定する行為に係る決議が成立するための要件として一定の数以上の特定株主の賛成を要する旨の定款の定めがある場合において、特定株主の総数から株式会社に対して当該行為に反対する旨の通知をした特定株主の数を減じて得た数が当該一定の数未満となるときにおける当該行為に反対する旨の通知をした特定株主の有する特定株式の数

(ii) the number of specific shares held by the specific shareholders who have given notice to the effect that they dissent from the act provided in Article 796, paragraph (3) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act, in the case where the articles of incorporation provides that adoption of the resolution related to that act requires affirmative votes of not less than a certain number of specific shareholders, and where the total number of specific shareholders, less the number of specific shareholders who have given notice to the stock company to the effect that they dissent from that act, is less than the certain number;

三　法第九十六条の五第三項において準用する会社法第七百九十六条第三項に規定する行為に係る決議が成立するための要件として前二号の定款の定め以外の定款の定めがある場合において、当該行為に反対する旨の通知をした特定株主の全部が法第九十六条の五第三項において準用する会社法第七百九十六条第三項に規定する株主総会において反対したとすれば当該決議が成立しないときは、当該行為に反対する旨の通知をした特定株主の有する特定株式の数

(iii) the number of specific shares held by the specific shareholders who have given notice to the effect that they dissent from the act provided in Article 796, paragraph (3) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act, when the articles of incorporation provide that adoption of the resolution related to that act is subject to any provisions thereunder except for those referred to in the preceding two items, and where the resolution will not be adopted if all of the specific shareholders who have given notice to the effect that they dissent from that act casted dissenting votes at the shareholders meeting provided in Article 796, paragraph (3) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act; and

四　定款で定めた数

(iv) the number specified by the articles of incorporation.

（組織変更株式交換完全親会社の株式に準ずるもの）

(Equivalent of Shares in Wholly Owning Parent Company Resulting from the Share Exchange)

第四十五条の十四　法第九十六条の五第三項において読み替えて準用する会社法第七百九十九条第一項第三号（債権者の異議）に規定する内閣府令で定めるものは、第一号に掲げる額から第二号に掲げる額を減じて得た額が第三号に掲げる額よりも小さい場合における法第九十六条の七第二号及び第三号の定めに従い交付する金銭とする。

Article 45-14 An equivalent to be specified by Cabinet Office Order, as provided in Article 799, paragraph (1), item (iii) (Objections of Creditors) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act following the deemed replacement of terms, is the money to be delivered in accordance with the provisions of Article 96-7, items (ii) and (iii) of the Act, when the amount stated in item (i) less the amount stated in item (ii) is smaller than the amount stated in item (iii):

一　組織変更をする相互会社の社員に対して交付する株式等の合計額

(i) the total amount of shares, etc. to be delivered to the members of the converting mutual company;

二　前号に規定する株式等のうち組織変更株式交換完全親会社の株式の価額の合計額

(ii) from among the shares, etc. provided in the preceding paragraph, the total value of the shares in wholly owning parent company resulting from the share exchange; and

三　第一号に規定する株式等の合計額に二十分の一を乗じて得た額

(iii) the total amount of shares, etc. as provided in item (i), multiplied by one-twentieth.

（計算書類に関する事項）

(Matters Related to Financial Statements)

第四十五条の十五　法第九十六条の五第三項において読み替えて準用する会社法第七百九十九条第二項第三号（債権者の異議）に規定する内閣府令で定めるものは、法第九十六条の五第三項において読み替えて準用する会社法第七百九十九条第二項の規定による公告の日又は法第九十六条の五第三項において読み替えて準用する会社法第七百九十九条第二項の規定による催告の日のいずれか早い日における次の各号に掲げる場合の区分に応じ、当該各号に定めるものとする。

Article 45-15 The matters specified by Cabinet Office Order, as provided in Article 799, paragraph (2), item (iii) (Objections of Creditors) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act following the deemed replacement of terms, are the matters specified in each of the following items, in accordance with the categories of the respective cases stated in those items as of the day of the public notice under Article 799, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act following the deemed replacement of terms, or the day of the notice under the same paragraph, whichever comes earlier:

一　最終事業年度に係る貸借対照表又はその要旨につき公告対象会社（組織変更株式交換完全親会社及び組織変更をする相互会社をいう。以下この条において同じ。）が会社法第四百四十条第一項（計算書類の公告）（法第十三条の規定により読み替えて適用する場合を含む。）若しくは会社法第四百四十条第二項又は法第五十四条の七第一項若しくは第二項の規定による公告をしている場合　次に掲げるもの

(i) if a notifying company (collectively meaning a wholly owning parent company resulting from the share exchange, and a converting mutual company; the same applies below in this Article) has given a public notice under the provisions of Article 440 paragraph (1) (Public Notice of Financial Statements) (including the cases where it is applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms) and Article 440, paragraph (2) of the Companies Act, or Article 54-7, paragraph (1) or (2) of the Act with respect to its balance sheet for the most recent business year or its summary: the following information:

イ　官報で公告をしているときは、当該官報の日付及び当該公告が掲載されている頁

(a) if the public notice is given by publication on an official gazette, the date of the official gazette and the page number on which the public notice has been published;

ロ　時事に関する事項を掲載する日刊新聞紙で公告をしているときは、当該日刊新聞紙の名称、日付及び当該公告が掲載されている頁

(b) if the public notice is given by publication on a daily newspaper featuring news on current events, the name and date of the newspaper, and the page number on which the public notice has been published; or

ハ　電子公告により公告をしているときは、会社法第九百十一条第三項第二十八号イ（株式会社の設立の登記）又は法第六十四条第二項第十八号イに掲げる事項

(c) if the public notice is given by electronic public notice, the matters stated in Article 911, paragraph (3), item (xxviii), (a) (Registration of Incorporation of a Stock Company) of the Companies Act or in Article 64, paragraph (2), item (xviii), (a);

二　最終事業年度に係る貸借対照表につき公告対象会社が会社法第四百四十条第三項又は法第五十四条の七第三項に規定する措置をとっている場合　会社法第九百十一条第三項第二十六号又は法第六十四条第二項第十六号に掲げる事項

(ii) if the notifying company has implemented the measure provided in Article 440, paragraph (3) of the Companies Act or Article 54-7, paragraph (3) of the Act with respect to the balance sheet for the most recent business year: the matters stated in Article 911, paragraph (3), (xxvi) of the Companies Act or in Article 64, paragraph (2), item (xvi) of the Act;

三　組織変更株式交換完全親会社が会社法第四百四十条第四項に規定する株式会社である場合又は組織変更をする相互会社が法第五十四条の七第四項に規定する相互会社である場合において、当該組織変更株式交換完全親会社又は組織変更をする相互会社が金融商品取引法第二十四条第一項（有価証券報告書の提出）の規定により最終事業年度に係る有価証券報告書を提出しているとき　その旨

(iii) if the wholly owning parent company resulting from the share exchange is a stock company as provided in Article 440, paragraph (4) of the Companies Act, or where the converting mutual company is a mutual company as provided in Article 54-7, paragraph (4) of the Act; and where the wholly owning parent company for share exchange on entity conversion or the converting mutual company has submitted the annual securities report for the most recent business year pursuant to the provisions of Article 24, paragraph (1) (Submission of Annual Reports) of the Financial Instruments and Exchange Act: that fact;

四　公告対象会社につき最終事業年度がない場合　その旨

(iv) if the notifying company has no most recent business year: that fact;

五　前各号に掲げる場合以外の場合　最終事業年度に係る計算規則第六編第二章の規定（組織変更株式交換完全親会社が保険業を営む株式会社である場合にあっては、別紙様式第二号（特定取引勘定設置会社にあっては、別紙様式第二号の二））又は

別紙様式第三号（少額短期保険業者にあっては別紙様式第三号の三、特定取引勘定設置会社にあっては別紙様式第三号の二）に定める貸借対照表の要旨の内容

(v) in cases other than those stated in the preceding items: the details of the summary of the balance sheet for the most recent business year as referred to in Part VI, Chapter 2 of the Rules of Accounting (or Appended Form No. 2, if the wholly owning parent company resulting from the share exchange is a stock company engaged in insurance business (or Appended Form No. 2-2, in cases of a company with specified transaction account)) or in Appended Form No. 3 (Appended Form No. 3-3, in the case of a small amount and short term insurer; or Appended Form No. 3-2, in the case of a company with specified transaction account).

（組織変更株式交換完全親会社の株式に準ずるもの）

(Equivalent of Shares in Wholly Owning Parent Company Resulting from the Share Exchange by a Stock Company Converted from a Mutual Company)

第四十五条の十六　法第九十六条の五第三項において読み替えて準用する会社法第八百一条第六項（吸収合併等に関する書面等の備置き及び閲覧等）において準用する同条第四項に規定する内閣府令で定めるものは、第一号に掲げる額から第二号に掲げる額を減じて得た額が第三号に掲げる額よりも小さい場合における法第九十六条の七第二号及び第三号の定めに従い交付する金銭とする。

Article 45-16 The equivalent to be specified by Cabinet Office Order, as provided in Article 801, paragraph (4) (Keeping and Inspection of Documents Concerning an Absorption-Type Merger) of the Companies Act as applied mutatis mutandis pursuant to paragraph (6) of the same Article and as further applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act following the deemed replacement of terms, is the money to be delivered in accordance with the provisions of Article 96-7, items (ii) and (iii) of the Act, when the amount stated in item (i) less the amount stated in item (ii) is smaller than the amount stated in item (iii):

一　組織変更をする相互会社の社員に対して交付する株式等の合計額

(i) the total amount of shares, etc. to be delivered to the members of the converting mutual company;

二　前号に規定する株式等のうち組織変更株式交換完全親会社の株式の価額の合計額

(ii) from among the shares, etc. provided in the preceding paragraph, the total value of the shares in wholly owning parent company resulting from the share exchange; and

三　第一号に規定する株式等の合計額に二十分の一を乗じて得た額

(iii) the total amount of shares, etc. as provided in item (i), multiplied by one-twentieth.

（組織変更株式移転に際して資本金又は準備金として計上すべき額）

(Amount to be Recorded as Stated Capital or Reserves upon Share Transfer on Entity Conversion)

第四十五条の十七　法第九十六条の九第五項において準用する会社法第四百四十五条第五項（資本金の額及び準備金の額）に規定する内閣府令で定めるべき事項は、計算規則に定めるところによる。

Article 45-17 The matters to be specified by Cabinet Office Order, as provided in Article 445, paragraph (5) (Amount of Stated Capital and Amounts of Reserves) of the Companies Act as applied mutatis mutandis pursuant to Article 96-9, paragraph (5) of the Act are as prescribed in the Rules of Accounting.

（共同して組織変更株式移転をする株式会社の事前開示事項）

(Matters Subject to Prior Disclosure by Stock Companies Jointly Implementing Share Transfer on Entity Conversion)

第四十五条の十八　法第九十六条の九第五項において読み替えて準用する会社法第八百三条第一項（新設合併契約等に関する書面等の備置き及び閲覧等）に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 45-18 The matters to be specified by Cabinet Office Order, as provided in Article 803, paragraph (1) (Keeping and Inspection of Documents Concerning a Consolidation-Type Merger Agreement) of the Companies Act as applied mutatis mutandis pursuant to Article 96-9, paragraph (5) of the Act following the deemed replacement of terms, are as follows:

一　会社法第七百七十三条第一項第五号から第八号まで（株式移転計画）に掲げる事項についての定めの相当性に関する事項

(i) matters related to adequacy of the provisions on the matters stated in Article 773, paragraph (1), items (v) through (viii) (Share Transfer Plans); of the Companies Act;

二　法第九十六条の九第一項第九号の株式会社の全部又は一部が会社法第八百八条第三項第三号（新株予約権買取請求）に定める新株予約権を発行している場合には、同法第七百七十三条第一項第九号及び第十号に掲げる事項についての定めの相当性に関する事項（当該新株予約権に係る事項に限る。）

(ii) the matters related to the adequacy of provisions on the matters stated in Article 773, paragraph (1), items (ix) and (x) of the Companies Act (limited to the matters related to the relevant share options), if all or part of the stock companies as referred to in Article 96-9, paragraph (1), item (ix) of the Act has issued share option under Article 808, paragraph (3), item (iii) (Exercise of Appraisal Right on Share Options) of the Companies Act;

三　他の法第九十六条の九第一項第九号の株式会社又は組織変更をする相互会社についての次に掲げる事項

(iii) the following matters in connection with the other stock company or converting mutual company referred to in Article 96-9, paragraph (1), item (ix) of the Act:

イ　最終事業年度に係る計算書類等（最終事業年度がない場合にあっては、他の法第九十六条の九第一項第九号の株式会社又は組織変更をする相互会社の成立の日における貸借対照表）の内容
(a) the details of the financial statements, etc. for the most recent business year (if the company has no most recent business year, the balance sheet as of the day of incorporation of the other stock company or converting mutual company referred to in Article 96-9, paragraph (1), item (ix) of the Act);
ロ　最終事業年度の末日（最終事業年度がない場合にあっては、他の法第九十六条の九第一項第九号の株式会社の成立の日）後の日を臨時決算日（二以上の臨時決算日がある場合にあっては、最も遅いもの）とする臨時計算書類等があるときは、当該臨時計算書類等の内容
(b) if the company has provisional financial statements, etc. prepared as of a certain day after the last day of the most recent business year (if the company has no most recent business year, the date of incorporation of the stock company referred to in Article 96-9, paragraph (1), item (ix) of the Act) as the provisional account closing date (if there are two or more provisional account closing dates, the latest day), the details of the provisional financial statements, etc.; and
ハ　最終事業年度の末日（最終事業年度がない場合にあっては、他の法第九十六条の九第一項第九号の株式会社又は組織変更をする相互会社の成立の日）後に重要な財産の処分、重大な債務の負担その他の会社財産の状況に重要な影響を与える事象が生じたときは、その内容（新設合併契約等備置開始日（法第九十六条の九第五項において準用する会社法第八百三条第二項に規定する新設合併契約等備置開始日をいう。以下この条において同じ。）後株式移転の効力が生ずる日までの間に新たな最終事業年度が存することとなる場合にあっては、当該新たな最終事業年度の末日後に生じた事象の内容に限る。）
(c) if disposition of any important asset, assumption of a material obligation or any other event which would have a material impact on the company's asset status has taken place after the last day of the most recent business year (if the company has no most recent business year, after the day of incorporation of the other stock company or converting mutual company referred to in Article 96-9, paragraph (1), item (ix) of the Act), the details of event (if the new most recent business year falls within the period between the day on which the consolidation-type merger agreement, etc. began to be kept (meaning the day on which the consolidation-type merger agreement, etc. began to be kept as provided in Article 803, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 96-9, paragraph (5) of the Act; the same applies below in this Article) and the day when the share transfer becomes effective, the above is limited to the accounts of the events which have taken place after the last day of the new

most recent business year);
四　当該法第九十六条の九第一項第九号の株式会社についての次に掲げる事項
(iv) the following matters related to the stock company referred to in Article 96-9, paragraph (1), item (ix) of the Act:
イ　最終事業年度の末日（最終事業年度がない場合にあっては、法第九十六条の九第一項第九号の株式会社又は組織変更をする相互会社の成立の日）後に重要な財産の処分、重大な債務の負担その他の会社財産の状況に重要な影響を与える事象が生じたときは、その内容（新設合併契約等備置開始日後株式移転の効力が生ずる日までの間に新たな最終事業年度が存することとなる場合にあっては、当該新たな最終事業年度の末日後に生じた事象の内容に限る。）
(a) if, after the last day of the most recent business year (if the company has no most recent business year, after the day of incorporation of the stock company or converting mutual company stated in Article 96-9, paragraph (1), item (ix) of the Act), disposition of any important asset, assumption of a material obligation or any other event which would have a material impact on the company's asset status has taken place, the details of event (if the new most recent business year falls within the period between the day on which the consolidation-type merger agreement, etc. began to be kept and the day when the share transfer becomes effective, the above is limited to the accounts of the events which have taken place after the last day of the new most recent business year);
ロ　最終事業年度がないときは、当該法第九十六条の九第一項第九号の株式会社の成立の日における貸借対照表
(b) if the stock company referred to in Article 96-9, paragraph (1), item (ix) of the Act has no most recent business year, the balance sheet as of the date of its incorporation;
五　法第九十六条の九第五項において準用する会社法第八百十条（第一項第一号及び第二号を除く。）（債権者の異議）の規定により株式移転について異議を述べることができる債権者があるときは、株式移転が効力を生ずる日以後における組織変更株式移転設立完全親会社の債務（他の法第九十六条の九第一項第九号の株式会社又は組織変更をする相互会社から承継する債務を除き、当該異議を述べることができる債権者に対して負担する債務に限る。）の履行の見込みに関する事項
(v) If any creditor is entitled to raise an objection as to the share transfer pursuant to the provisions of Article 810 (Objections of Creditors) (excluding paragraph (1), items (i) and (ii)) of the Companies Act as applied mutatis mutandis pursuant to Article 96-9, paragraph (5) of the Act, the matters related to the prospect on performance by the wholly owning parent company incorporated in a share transfer on entity conversion of its obligations on or after the day when the share transfer becomes effective (excluding the obligations to be assumed from the other stock company or converting mutual company under Article 96-9, paragraph (1), item (ix) of the Act; and

limited to the obligations held against the aforementioned creditors who are entitled to raise the objections);

六　新設合併契約等備置開始日後株式移転が効力を生ずる日までの間に、前各号に掲げる事項に変更が生じたときは、変更後の当該事項

(vi) if, for the period between the day on which the consolidation-type merger agreement, etc. began to be kept and the day when the share transfer becomes effective, any change has arisen in any of the matters listed in the items of the preceding item, those matters after the change.

（計算書類に関する事項）

(Matters Related to Financial Statements)

第四十五条の十九　法第九十六条の九第五項において読み替えて準用する会社法第八百十条第二項第三号（債権者の異議）に規定する内閣府令で定めるものは、法第九十六条の九第五項において準用する会社法第八百十条第二項の規定による公告の日又は法第九十六条の九第五項において準用する会社法第八百十条第二項の規定による催告の日のいずれか早い日における次の各号に掲げる場合の区分に応じ、当該各号に定めるものとする。

Article 45-19 The matters specified by Cabinet Office Order, as provided in Article 810, paragraph (2), item (iii) (Objections of Creditors) of the Companies Act as applied mutatis mutandis pursuant to Article 96-9, paragraph (5) of the Act following the deemed replacement of terms, are the matters specified in each of following items, in accordance with the categories of the respective cases prescribed in Article 810, paragraph (2) of the Companies Act as applied mutatis mutandis by replacing certain terms pursuant to Article 96-9, paragraph (5) of the Act, as of the date of public notice under the same paragraph or the date of notice under Article 810, paragraph (2) of the Companies Act as applied mutatis mutandis pursuant to Article 96-9, paragraph (5) of the Act, whichever comes earlier:

一　最終事業年度に係る貸借対照表又はその要旨につき公告対象会社（法第九十六条の九第一項第九号の株式会社及び組織変更株式移転を伴う組織変更をする相互会社をいう。以下この条において同じ。）が会社法第四百四十条第一項（計算書類の公告）（法第十三条の規定により読み替えて適用する場合を含む。）若しくは会社法第四百四十条第二項の規定又は法第五十四条の七第一項若しくは第二項の規定による公告をしている場合　次に掲げるもの

(i) if a notifying company (meaning a stock company and a converting mutual company implementing the share transfer on entity conversion, as referred to in Article 96-9, paragraph (1), item (ix) of the Act ; the same applies below in this Article) has given a public notice under the provisions of Article 440 paragraph (1) (Public Notice of Financial Statements) (including the cases where it is applied pursuant to the provisions of Article 13 of the Act following the deemed replacement of terms) or Article 440, paragraph (2) of the Companies Act or Article 54-7, paragraph (1) or (2) of the Act with respect to its balance sheet for the most recent business year or its summary: the following information:

イ　官報で公告をしているときは、当該官報の日付及び当該公告が掲載されている頁

(a) if the public notice is given by publication on an official gazette, the date of the official gazette and the page number on which the public notice has been published;

ロ　時事に関する事項を掲載する日刊新聞紙で公告をしているときは、当該日刊新聞紙の名称、日付及び当該公告が掲載されている頁

(b) if the public notice is given by publication on a daily newspaper featuring news on current events, the name and date of the newspaper, and the page number on which the public notice has been published;

ハ　電子公告により公告をしているときは、会社法第九百十一条第三項第二十八号イ（株式会社の設立の登記）又は法第六十四条第二項第十八号イに掲げる事項

(c) if the public notice is given by electronic public notice, the matters stated in Article 911, paragraph (3), item (xxviii), (a) (Registration of Incorporation of a Stock Company) of the Companies Act or in Article 64, paragraph (2), item (xviii), (a) of the Act;

二　最終事業年度に係る貸借対照表につき公告対象会社が会社法第四百四十条第三項又は法第五十四条の七第三項に規定する措置をとっている場合　会社法第九百十一条第三項第二十六号又は法第六十四条第二項第十六号に掲げる事項

(ii) if the notifying company has implemented the measures provided in Article 440, paragraph (3) of the Companies Act or in Article 54-7, paragraph (3) of the Act with respect to the balance sheet for the most recent business year: the matters stated in Article 911, paragraph (3), item (xxvi) of the Companies Act or in Article 64, paragraph (2), item (xvi) of the Act;

三　公告対象会社が会社法第四百四十条第四項に規定する株式会社又は法第五十四条の七第四項に規定する相互会社である場合において、当該株式会社又は相互会社が金融商品取引法第二十四条第一項（有価証券報告書の提出）の規定により最終事業年度に係る有価証券報告書を提出しているとき　その旨

(iii) if the notifying company is a stock company as provided in Article 440, paragraph (4) of the Companies Act or a mutual company as provided in Article 54-7, paragraph (4) of the Act, and it has submitted the annual securities report for the most recent business year pursuant to the provisions of Article 24, paragraph (1) (Submission of Annual Reports) of the Financial Instruments and Exchange Act: that fact;

四　公告対象会社につき最終事業年度がない場合　その旨

(iv) if the notifying company has no most recent business year: that fact; and

五　前各号に掲げる場合以外の場合　最終事業年度に係る計算規則第六編第二章の規定（法第九十六条の九第一項第九号の株式会社が保険業を営む株式会社である場合

にあっては、別紙様式第二号（少額短期保険業者にあっては別紙様式第二号の三、特定取引勘定設置会社にあっては別紙様式第二号の二））又は別紙様式第三号（少額短期保険業者にあっては別紙様式第三号の三、特定取引勘定設置会社にあっては別紙様式第三号の二）に定める貸借対照表の要旨の内容

(v) in cases other than those stated in the preceding items: the details of the summary of the balance sheet for the most recent business year as referred to in Part VI, Chapter 2 of the Rules of Accounting (or Appended Form No. 2, if a stock company referred to in Article 96-9, paragraph (1), item (ix) of the Act is a stock company engaged in insurance business (or Appended Form No. 2-3, in the case of a small amount and short term insurer; or Appended Form 2-2, in the case of a company with specified transaction account)) or in Appended Form No. 3 (Appended Form No. 3-3, in the case of a small amount and short term insurer; or Appended Form No. 3-2, in the case of a company with specified transaction account).

（共同して組織変更株式移転をする株式会社の事後開示事項）

(Matters Subject to Ex-Post Facto Disclosure by Stock Company Jointly Implementing Share Transfer on Entity Conversion)

第四十五条の二十　法第九十六条の九第五項において準用する会社法第八百十一条第一項第二号（新設分割又は株式移転に関する書面等の備置き及び閲覧等）に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 45-20 The matters to be specified by Cabinet Office Order, as provided in Article 811, paragraph (1), item (ii) (Keeping and Inspection of Documents Concerning an Incorporation-Type Company Split or Share Transfer) of the Companies Act as applied mutatis mutandis by replacing certain terms pursuant to Article 96-9, paragraph (5) of the Act, are as follows:

一　株式移転が効力を生じた日

(i) the day when the share transfer becomes effective;

二　次に掲げる手続の経過

(ii) the progress of the following procedures:

イ　法第九十六条の九第五項において準用する会社法第八百五条の二（新設合併等をやめることの請求）の規定による請求に係る手続の経過

(a) the progress of the procedures related to the demand under Article 805-2 (Demanding Cessation of a Consolidation-Type Merger) of the Companies Act as applied mutatis mutandis pursuant to Article 96-9, paragraph (5) of the Act; and

ロ　法第九十六条の九第五項において準用する会社法第八百六条（反対株主の株式買取請求）、第八百八条（第一項第一号及び第二号並びに第三項第一号及び第二号を除く。）（新株予約権買取請求）及び第八百十条（第一項第一号及び第二号を除く。）（債権者の異議）の規定による手続の経過

(b) the progress of the procedures under Article 806 (Dissenting

Shareholders' Appraisal Rights), Article 808 (excluding paragraph (1), items (i) and (ii) and paragraph (3), items (i) and (ii)) (Exercise of Appraisal Rights on Share Options) and Article 810 (excluding paragraph (1), items (i) and (ii)) (Objections of Creditors) of the Companies Act as applied mutatis mutandis pursuant to Article 96-9, paragraph (5) of the Act;

三　組織変更をする相互会社における法第八十八条の規定による手続の経過

(iii) the progress of the procedures under Article 88 of the Act implemented by the converting mutual company;

四　株式移転により組織変更株式移転設立完全親会社に移転した法第九十六条の九第一項第九号の株式会社の株式の数（同号の株式会社が種類株式発行会社であるときは、株式の種類及び種類ごとの数）

(iv) the number of shares in the stock company under Article 96-9, paragraph (1), item (ix) of the Act which have been transferred to the wholly owning parent company incorporated in a share transfer on entity conversion, in virtue of the share transfer (or the classes of share and the number of shares by class, if the stock company under that item is a company with class shares); and

五　前各号に掲げるもののほか、株式移転に関する重要な事項

(v) beyond what is stated in the preceding items, material matters related to the share transfer.

（組織変更株式交付子会社）

(Subsidiary Company Resulting from a Partial Share Exchange on Entity Conversion)

第四十五条の二十一　法第九十六条の九の二第一項に規定する内閣府令で定めるものは、会社法第二条第三号（定義）に規定する会社が他の会社等の財務及び事業の方針の決定を支配している場合（会社法施行規則第三条第三項第一号に掲げる場合に限る。）における当該他の会社等とする。

Article 45-21 An entity to be specified by Cabinet Office Order, as provided in Article 96-9-2, paragraph (1) of the Act, is a second company, etc. if the first company as provided in Article 2, item (iii) (Definitions) of the Companies Act controls determinations on the financial and business policies of the second company, etc. (limited to the case stated in Article 3, paragraph (3), item (i) of the Regulations for Enforcement of the Companies Act).

（組織変更後株式会社の株式に準ずるもの）

(Equivalent of Shares in Converted Stock Company)

第四十五条の二十二　法第九十六条の九の二第二項に規定する内閣府令で定めるものは、第一号に掲げる額から第二号に掲げる額を減じて得た額が第三号に掲げる額よりも小さい場合における法第九十六条の九の三第一項第五号、第六号、第八号及び第九号の

定めに従い交付する組織変更後株式会社の株式以外の金銭等（会社法第百五十一条第一項（株式の質入れの効果）に規定する金銭等をいう。以下この条、第四十五条の二十五、第百一条の三及び第百五条の三において同じ。）とする。

Article 45-22 The equivalent of shares to be specified by Cabinet Office Order, as provided in Article 96-9-2, paragraph (2) of the Act, are monies, etc. (meaning monies, etc. as provided in Article 151, paragraph (1) (Effect of Pledging Shares) of the Companies Act; the same applies below in this Article, Article 45-25, Article 101-3 and Article 105-3) other than shares of the converted stock company delivered pursuant to the provisions of Article 96-9-3, paragraph (1), items (v), (vi), (viii) and (ix) of the Act if the amount obtained by subtracting the amount stated in item (ii) from the amount stated in item (i) is smaller than the amount stated in item (iii).

一　組織変更株式交付子会社の株式、新株予約権（新株予約権付社債に付されたものを除く。）又は新株予約権付社債の譲渡人に対して交付する金銭等の合計額

(i) the total amount of monies, etc. delivered to the transferors of shares, share options (excluding those attached to bonds with share options), or bonds with share options of the subsidiary company resulting from a partial share exchange on entity conversion;

二　前号に規定する金銭等のうち組織変更後株式会社の株式の価額の合計額

(ii) of the monies, etc. as provided in the preceding item, the total amount of the value of shares of the converted stock company; and

三　第一号に規定する金銭等の合計額に二十分の一を乗じて得た額

(iii) the amount obtained by multiplying the total amount of monies, etc. as provided in item (i) by one-twentieth.

（計算書類に関する事項）

(Matters Related to Financial Statements)

第四十五条の二十三　法第九十六条の九の二第二項第三号に規定する内閣府令で定めるものは、同項の規定による公告の日における次の各号に掲げる場合の区分に応じ、当該各号に定めるものとする。

Article 45-23 The matters to be specified by Cabinet Office Order, as provided in Article 96-9-2, paragraph (2), (iii) of the Act, are the matters specified in each of the following items, in accordance with the categories of cases stated below on the date of public notice under that paragraph:

一　最終事業年度に係る貸借対照表又はその要旨につき組織変更株式交付子会社が会社法第四百四十条第一項（計算書類の公告）（法第十三条の規定により読み替えて適用する場合を含む。）又は第二項の規定による公告をしている場合　次に掲げるもの

(i) if the subsidiary company resulting from a partial share exchange on entity conversion gives public notice under the provisions of Article 440, paragraph (1) (Public Notice of Financial Statements) (including the case where it is applied pursuant to Article 13 of the Act following the deemed replacement of terms) or paragraph (2) of the Companies Act regarding the balance sheet for the most recent business year or a summary of the balance sheet: the following:

イ　官報で公告をしているときは、当該官報の日付及び当該公告が掲載されている頁

(a) if the public notice is given in the official gazette, the date of the official gazette and the page on which the public notice is published;

ロ　時事に関する事項を掲載する日刊新聞紙で公告をしているときは、当該日刊新聞紙の名称、日付及び当該公告が掲載されている頁

(b) if the public notice is given in a daily newspaper that publishes matters related to current affairs, the name and date of the daily newspaper and the page on which the public notice is published;

ハ　電子公告により公告をしているときは、会社法第九百十一条第三項第二十八号イ（株式会社の設立の登記）に掲げる事項

(c) if the public notice is given by electronic public notice, the matters stated in Article 911, paragraph (3), item (xxviii), (a) (Registration of Incorporation of a Stock Company) of the Companies Act;

二　最終事業年度に係る貸借対照表につき組織変更株式交付子会社が会社法第四百四十条第三項に規定する措置をとっている場合　同法第九百十一条第三項第二十六号に掲げる事項

(ii) if the subsidiary company resulting from a partial share exchange on entity conversion takes measures provided in Article 440, paragraph (3) of the Companies Act regarding the balance sheet for the most recent business year: the matters stated in Article 911, paragraph (3), item (xxvi) of that Act;

三　組織変更株式交付子会社が会社法第四百四十条第四項に規定する株式会社である場合において、当該株式会社が金融商品取引法第二十四条第一項（有価証券報告書の提出）の規定により最終事業年度に係る有価証券報告書を提出しているとき　その旨

(iii) if the subsidiary company resulting from a partial share exchange on entity conversion is a stock company provided in Article 440, paragraph (4) of the Companies Act, and if the stock company has submitted an annual securities report in relation to the most recent business year pursuant to Article 24, paragraph (1) (Submission of Annual Securities Reports) of the Financial Instruments and Exchange Act: that fact;

四　組織変更株式交付子会社が会社法の施行に伴う関係法律の整備等に関する法律第二十八条（計算書類の公告等に関する規定の適用除外）の規定により会社法第四百四十条の規定が適用されないものである場合　その旨

(iv) if the provisions of Article 440 of the Companies Act are not applied to the subsidiary company resulting from a partial share exchange on entity conversion pursuant to Article 28 (Exclusion from Application of Provisions

Pertaining to Public Notice of Financial Statements) of the Act on Arrangement of Relevant Acts Incidental to Enforcement of the Companies Act: that fact;

五　組織変更株式交付子会社につき最終事業年度がない場合（組織変更をする相互会社が組織変更株式交付子会社の最終事業年度の存否を知らない場合を含む。）　その旨

(v) if the subsidiary company resulting from a partial share exchange on entity conversion has no most recent business year (including the case where the converting mutual company does not know whether the subsidiary company has most recent business year): that fact; and

六　前各号に掲げる場合以外の場合　計算規則第六編第二章の規定（組織変更株式交付子会社が保険業を営む株式会社である場合にあっては、別紙様式第二号（少額短期保険業者にあっては別紙様式第二号の三、特定取引勘定設置会社にあっては別紙様式第二号の二））による組織変更株式交付子会社の最終事業年度に係る貸借対照表の要旨の内容（組織変更株式交付子会社の当該貸借対照表の要旨の内容にあっては、組織変更をする相互会社がその内容を知らないときは、その旨）

(vi) in cases other than those stated in the preceding items: the details of the summary of the balance sheet for the most recent business year of the subsidiary company resulting from a partial share exchange on entity conversion under Part VI, Chapter II of the Rules of Accounting (in the case of a subsidiary company resulting from a partial share exchange on entity conversion which is a stock company engaged in insurance business, according to Appended Form No. 2 (or Appended Form 2-3 in the case of a small amount and short term insurer, or Appended Form 2-2 in the case of a company with a specified transaction account)) (regarding the details of the summary of the balance sheet of the subsidiary company, if the converting mutual company has no knowledge of its details, the relevant fact).

（組織変更株式交付に際して資本金又は準備金として計上すべき額）

(Amount to be Recorded as Stated Capital or Reserves upon Partial Share Exchange on Entity Conversion)

第四十五条の二十四　法第九十六条の九の二第三項において準用する会社法第四百四十五条第五項（資本金の額及び準備金の額）に規定する内閣府令で定めるべき事項は、計算規則に定めるところによる。

Article 45-24 The matters to be specified by Cabinet Office Order, as provided in Article 445, paragraph (5) (Amounts of Stated Capital and Amounts of Reserves) of the Companies Act as applied mutatis mutandis pursuant to Article 96-9-2, paragraph (3) of the Act are as prescribed in the Rules of Accounting.

（申込みをしようとする者に対して通知すべき事項）

(Matters Requiring Notices to Prospective Applicants)
第四十五条の二十五　法第九十六条の九の四第一項第三号（法第九十六条の九の九において準用する場合を含む。）に規定する内閣府令で定める事項は、次に掲げる事項とする。
Article 45-25 (1) The matters to be specified by Cabinet Office Order, as provided in Article 96-9-4, paragraph (1), item (iii) of the Act (including as applied mutatis mutandis pursuant to Article 96-9-9 of the Act) are as follows:
一　交付対価について参考となるべき事項
(i) matters to be referenced regarding consideration for delivery; and
二　組織変更をする相互会社の計算書類等に関する事項
(ii) matters related to financial statements, etc. of the converting mutual company.
２　この条において「交付対価」とは、組織変更後株式会社が組織変更株式交付に際して組織変更株式交付子会社の株式、新株予約権（新株予約権付社債に付されたものを除く。以下この条において同じ。）又は新株予約権付社債の譲渡人に対して当該株式、新株予約権又は新株予約権付社債の対価として交付する金銭等をいう。
(2) In this Article, the term "consideration for delivery" means monies, etc. delivered by the converted stock company, upon a partial share exchange on entity conversion, to the transferors of shares, share options (excluding those attached to bonds with share options; the same applies below in this Article), or bonds with share options of the subsidiary company resulting from a partial share exchange on entity conversion, as consideration for the shares, share options, or bonds with share options.
３　第一項第一号に規定する「交付対価について参考となるべき事項」とは、次に掲げる事項その他これに準ずる事項（これらの事項の全部又は一部を通知しないことにつき法第九十六条の九の四第一項（法第九十六条の九の九において準用する場合を含む。）の申込みをしようとする者の同意がある場合にあっては、当該同意があったものを除く。）とする。
(3) The "matters to be referenced regarding consideration for delivery" as provided in paragraph (1), item (i) are the following matters and equivalent matters (if the persons who intend to make the offer referred to in Article 96-9-4, paragraph (1) of the Act (including as applied mutatis mutandis pursuant to Article 96-9-9 of the Act) have provided consent about not notifying all or a portion of these matters, excluding those matters for which the consent is given):
一　交付対価として交付する組織変更後株式会社の株式に関する次に掲げる事項
(i) the following matters regarding shares of the converted stock company to be delivered as consideration for delivery:
イ　当該組織変更後株式会社の定款の定め
(a) the provisions of the articles of incorporation of the converted stock company;

ロ　次に掲げる事項その他の交付対価の換価の方法に関する事項
(b) the following matters and other matters in relation to the means of conversion of the consideration for delivery:
（１）　交付対価を取引する市場
1. the market on which the consideration for delivery is traded;
（２）　交付対価の取引の媒介、取次ぎ又は代理を行う者
2. the person acting as intermediary, broker, or agency for trading in the consideration for delivery;
（３）　交付対価の譲渡その他の処分に制限があるときは、その内容
3. if a restriction exists on the transfer or other disposal of the consideration for delivery, the details of the restriction;
ハ　交付対価に市場価格があるときは、その価格に関する事項
(c) if a market price exists for the consideration for delivery, matters regarding its price;
ニ　組織変更をする相互会社の過去五年間にその末日が到来した各事業年度（次に掲げる事業年度を除く。）に係る貸借対照表の内容
(d) the content of the balance sheets of the converting mutual company in relation to each business year the last day of which arrived in the past five years (excluding the following business years):
（１）　最終事業年度
1. the most recent business year;
（２）　ある事業年度に係る貸借対照表の内容につき、法令の規定に基づく公告（法第五十四条の七第三項の措置に相当するものを含む。）をしている場合における当該事業年度
2. if public notice is given of the content of the balance sheet of a certain business year pursuant to the provisions of laws and regulations (including notices equivalent to the measures referred to in Article 54-7, paragraph (3) of the Act), the relevant business year;
（３）　ある事業年度に係る貸借対照表の内容につき、金融商品取引法第二十四条第一項の規定により有価証券報告書を内閣総理大臣に提出している場合における当該事業年度
3. if an annual securities report is submitted to the Prime Minister regarding the content of the balance sheet of a certain business year pursuant to Article 24, paragraph (1) of the Financial Instruments and Exchange Act, the relevant business year;
二　交付対価の一部が法人等の株式、持分その他これらに準ずるもの（組織変更後株式会社の株式を除く。）であるときは、次に掲げる事項（当該事項が日本語以外の言語で表示されている場合にあっては、当該事項（氏名又は名称を除く。）を日本語で表示した事項）
(ii) if the consideration for delivery includes shares, equity interest, or the equivalent to these of a corporation, etc. (excluding shares of the converted

stock company), the following matters (if the matters have been indicated in a language other than Japanese, the matters as indicated in Japanese (excluding names)):

イ　当該法人等の定款その他これに相当するものの定め

(a) the provisions of the articles of incorporation or the equivalent documents of the corporation, etc.;

ロ　当該法人等が会社でないときは、次に掲げる権利に相当する権利その他の交付対価に係る権利（重要でないものを除く。）の内容

(b) if the corporation, etc. is not a company, the content of rights equivalent to the following rights and other rights in relation to the consideration for delivery (excluding those that are unimportant):

（１）　剰余金の配当を受ける権利

1. the right to receive dividends from surplus;

（２）　残余財産の分配を受ける権利

2. the right to receive distributions of residual assets;

（３）　株主総会における議決権

3. voting rights at shareholder meetings;

（４）　合併その他の行為がされる場合において、自己の有する株式を公正な価格で買い取ることを請求する権利

4. if a merger or other acts are carried out, a right holder's right to demand the purchase of shares that they hold at a fair price;

（５）　定款その他の資料（当該資料が電磁的記録をもって作成されている場合にあっては、当該電磁的記録に記録された事項を表示したもの）の閲覧又は謄写を請求する権利

5. the right to demand the inspection or copy of the articles of incorporation or other materials (if the materials are prepared as electronic or magnetic records, materials that indicate the matters recorded in the electronic or magnetic records);

ハ　当該法人等が、その株主等（株主、社員その他これらに相当する者をいう。ニにおいて同じ。）に対し、日本語以外の言語を使用して情報の提供をすることとされているときは、当該言語

(c) if the corporation, etc. is to provide information using a language other than Japanese to the shareholders, etc. (meaning shareholders, members, or other equivalent persons; the same applies in (d)), the language;

ニ　組織変更株式交付が効力を生ずる日に当該法人等の株主総会その他これに相当するものの開催があるものとした場合における当該法人等の株主等が有すると見込まれる議決権その他これに相当する権利の総数

(d) the total number of voting rights or other equivalent rights projected to be held by shareholders, etc. of the corporation, etc., supposing that a shareholder meeting of the corporation, etc. or an equivalent meeting is held on the day on which the partial share exchange on entity conversion becomes effective;

ホ　当該法人等について登記（当該法人等が外国の法令に準拠して設立されたものである場合にあっては、会社法第九百三十三条第一項（外国会社の登記）の外国会社の登記又は外国法人の登記及び夫婦財産契約の登記に関する法律（明治三十一年法律第十四号）第二条（外国法人の登記の事務をつかさどる登記所）の外国法人の登記に限る。）がされていないときは、次に掲げる事項

(e) if the corporation, etc. is not registered (if the corporation, etc. was incorporated under the laws and regulations of a foreign country, limited to the registration of a foreign company under Article 933, paragraph (1) (Registration of a Foreign Company) of the Companies Act or registration of a foreign corporation under Article 2 (Registry Office in Charge of Administering Registration Affairs Related to Foreign Companies) of the Act on Registration of Foreign Corporations and Registration of Matrimonial Property Contracts (Act No. 14 of 1898)), the following matters:

（１）　当該法人等を代表する者の氏名又は名称及び住所

1. the name and address of the person representing the corporation, etc.;

（２）　当該法人等の役員（取締役、会計参与、監査役、執行役、理事、監事その他これらに準ずる者をいう。）（（１）の者を除く。）の氏名又は名称

2. the names of the officers (meaning directors, accounting advisors, company auditors, executive officers, directors, auditors and persons similar to them) of the corporation, etc. (excluding persons referred to in 1.);

ヘ　当該法人等の最終事業年度（当該法人等が会社以外のものである場合にあっては、最終事業年度に相当するもの。以下この号において同じ。）に係る計算書類（最終事業年度がない場合にあっては、当該法人等の成立の日における貸借対照表）その他これに相当するものの内容（当該計算書類その他これに相当するものについて監査役、監査等委員会、監査委員会、会計監査人その他これらに相当するものの監査を受けている場合にあっては、監査報告その他これに相当するものの内容の概要を含む。）

(f) the content of the financial statements (if there is no most recent business year, the balance sheet on the day of formation of the corporation, etc.) or their equivalents in relation to the most recent business year of the corporation, etc. (if the corporation, etc. is not a company, the equivalent of the most recent business year; the same applies below in this item) (including a summary of the content of an audit report or other equivalent report, if the financial statements or their equivalents have been audited by a company auditor, audit and supervisory committee, audit committee, financial auditor, or the equivalent);

ト　次に掲げる場合の区分に応じ、次に定める事項

(g) the matters prescribed below in accordance with the categories of the cases stated below:

（１）　当該法人等が株式会社である場合　当該法人等の最終事業年度に係る事業報告の内容（当該事業報告について監査役、監査等委員会又は監査委員会の監査を受けている場合にあっては、監査報告の内容を含む。）

1. where the corporation, etc. is a stock company: the content of the business report for its most recent business year of the corporation, etc. (including the content of an audit report, if the business report has been audited by a company auditor, audit and supervisory committee, or audit committee);

（２）　当該法人等が株式会社以外のものである場合　当該法人等の最終事業年度に係る会社法施行規則第百十八条各号及び第百十九条各号（公開会社の特則）に掲げる事項に相当する事項の内容の概要（当該事項について監査役、監査等委員会、監査委員会その他これらに相当するものの監査を受けている場合にあっては、監査報告その他これに相当するものの内容の概要を含む。）

2. where the corporation, etc. is not a stock company: the summary of the content of matters equivalent to the matters stated in the items of Article 118 and the items of Article 119 (Special Provisions on Public Companies) of the Regulations for Enforcement of the Companies Act in relation to the most recent business year of the corporation, etc. (including a summary of the content of an audit report or its equivalent, if the relevant matters have been audited by a company auditor, audit and supervisory committee, or audit committee or the equivalent);

チ　当該法人等の過去五年間にその末日が到来した各事業年度（次に掲げる事業年度を除く。）に係る貸借対照表その他これに相当するものの内容

(h) the content of balance sheets or equivalent documents of the corporation, etc. in relation to each business year the last day of which arrived in the past five years (excluding the following business years):

（１）　最終事業年度

1. the most recent business year;

（２）　ある事業年度に係る貸借対照表その他これに相当するものの内容につき、法令の規定に基づく公告（会社法第四百四十条第三項の措置に相当するものを含む。）をしている場合における当該事業年度

2. where public notice is given of the content of the balance sheet or equivalent documents in relation to a certain business year pursuant to the provisions of laws and regulations (including notices equivalent to the measures referred to in Article 440, paragraph (3) of the Companies Act), the relevant business year;

（３）　ある事業年度に係る貸借対照表その他これに相当するものの内容につき、金融商品取引法第二十四条第一項の規定により有価証券報告書を内閣総理大

臣に提出している場合における当該事業年度

3. if an annual securities report is submitted to the Prime Minister regarding the content of the balance sheet or equivalent documents in relation to a certain business year pursuant to Article 24, paragraph (1) of the Financial Instruments and Exchange Act, the relevant business year;

リ　前号ロ及びハに掲げる事項

(i) the matters stated in (b) and (c) of the preceding item;

ヌ　交付対価が自己株式の取得、持分の払戻しその他これらに相当する方法により払戻しを受けることができるものであるときは、その手続に関する事項

(j) if the consideration for delivery is refundable through the acquisition of treasury shares, return of equity interest, or another equivalent means, the matters regarding procedures for that;

三　交付対価の一部が組織変更後株式会社の社債、新株予約権又は新株予約権付社債であるときは、第一号ロ及びハに掲げる事項

(iii) if the consideration for delivery includes bonds, share options, or bonds with share options of the converted stock company, the matters stated in (b) and (c) of item (i);

四　交付対価の一部が法人等の社債、新株予約権、新株予約権付社債その他これらに準ずるもの（組織変更後株式会社の社債、新株予約権又は新株予約権付社債を除く。）であるときは、次に掲げる事項（当該事項が日本語以外の言語で表示されている場合にあっては、当該事項（氏名又は名称を除く。）を日本語で表示した事項）

(iv) if the consideration for delivery includes bonds, share options, bonds with share options, or the equivalent of a corporation, etc. (excluding bonds, share options, or bonds with share options of the converted stock company), the following matters (if the matters have been indicated in a language other than Japanese, the matters (excluding names) indicated in Japanese):

イ　第一号ロ及びハに掲げる事項

(a) the matters stated in (b) and (c) of item (i);

ロ　第二号イ及びホからチまでに掲げる事項

(b) the matters stated in (a) and (e) through (h) of item (ii); and

五　交付対価の一部が組織変更後株式会社その他の法人等の株式、持分、社債、新株予約権、新株予約権付社債その他これらに準ずるもの及び金銭以外の財産であるときは、第一号ロ及びハに掲げる事項

(v) if the consideration for delivery includes shares, equity interest, bonds, share options, bonds with share options, or the equivalent of the converted stock company or another corporation, etc. and non-monetary assets, the matters stated in (b) and (c) of item (i).

4　第一項第二号に規定する「組織変更をする相互会社の計算書類等に関する事項」とは、次に掲げる事項とする。

(4) The "matters related to financial statements, etc. of the converting mutual company" as provided in paragraph (1), item (ii) are the following matters:

一　最終事業年度に係る計算書類等（最終事業年度がない場合にあっては、組織変更をする相互会社の成立の日における貸借対照表）の内容

(i) the content of the financial statements, etc. for the most recent business year (if there is no most recent business year, the balance sheet on the day of the formation of the converting mutual company);

二　最終事業年度の末日（最終事業年度がない場合にあっては、組織変更をする相互会社の成立の日。次号において同じ。）後の日を臨時決算日（二以上の臨時決算日がある場合にあっては、最も遅いもの）とする臨時計算書類等があるときは、当該臨時計算書類等の内容

(ii) if the company has provisional financial statements, etc. prepared as of a certain day after the last day of the most recent business year (if the company has no most recent business year, the day of its incorporation; the same applies in the following item) as the provisional account closing date (if the company has two or more provisional account closing dates, the latest day), the details of the provisional financial statements, etc.; and

三　最終事業年度の末日後に重要な財産の処分、重大な債務の負担その他の会社財産の状況に重要な影響を与える事象が生じたときは、その内容

(iii) if the disposal of important properties, assumption of material obligation, or any other event that has a material impact on the status of company's properties occurs after the last day of the most recent business year, the details of event.

（相互会社から株式会社への組織変更の認可の申請）

(Application for Authorization of Entity Conversion from Mutual Company to Stock Company)

第四十六条　相互会社は、法第九十六条の十第一項の認可を受けようとするときは、認可申請書に次に掲げる書類を添付して金融庁長官等に提出しなければならない。

Article 46 (1) When a mutual company seeks to obtain the authorization referred to in Article 96-10, paragraph (1) of the Act, it must submit to the Commissioner of the Financial Services Agency or other competent official a written application for authorization, attaching the following documents:

一　理由書

(i) a written statement of reasons;

二　組織変更計画の内容を記載した書面

(ii) a document stating the details of the entity conversion plan;

三　組織変更後株式会社の定款

(iii) the articles of incorporation of the converted stock company;

四　社員総会又は総代会の議事録

(iv) minutes of a general meeting or member representatives meeting;

五　貸借対照表
(v) a balance sheet;
六　組織変更に要する費用を記載した書面
(vi) a document describing the expenses required for entity conversion;
七　法第八十八条第二項の規定による公告をしたことを証する書面
(vii) a document certifying that the public notice under Article 88, paragraph (2) has been given;
八　法第八十八条第四項の異議を述べた保険契約者その他の債権者があるときは、当該保険契約者その他の債権者に対し、弁済し、相当の担保を提供し、若しくは当該保険契約者その他の債権者に弁済を受けさせることを目的として信託会社等に相当の財産を信託したこと又は当該組織変更をしても当該保険契約者その他の債権者を害するおそれがないことを証する書面
(viii) if any policyholder or other creditor has raised any objection under Article 88, paragraph (4), a document certifying that the company has made payment or provided equivalent security to the policyholder or other creditor, or has entrusted equivalent property to a trust company, etc. for the purpose of having the policyholder or other creditor receive the payment, or that the reduction of the capital poses no risk of detriment to the interest of the policyholder or other creditor; and
九　法第八十八条第六項の異議を述べた保険契約者の数が同項の保険契約者の総数の五分の一を超えなかったことを証する書面又はその者の第四十三条に規定する金額が同項の金額の総額の五分の一を超えなかったことを証する書面
(ix) a document certifying that the number of policyholders who raised objections under Article 88, paragraph (6) of the Act did exceed one-fifth of the total number of policyholders as indicated in the same paragraph; or a document certifying that the amount provided in Article 43 in relation to the policyholders as referred to in the same paragraph did not exceed one-fifth of the total amount as referred to in Article 88, paragraph (6) of the Act;
十　組織変更後株式会社の取締役及び監査役（監査等委員会設置会社にあっては取締役、指名委員会等設置会社にあっては取締役及び執行役）となるべき者が就任を承諾したことを証する書面並びにこれらの者の履歴書
(x) a document certifying the acceptance of the office by the person to assume the position of directors and company auditors (or directors, in the case of a company with audit and supervisory committee; or directors and executive officers in the case of a company with nominating committee, etc.) of the converted stock company, and résumés of the persons;
十一　組織変更後株式会社が会計参与設置会社であるときは、組織変更後株式会社の会計参与となるべき者が就任を承諾したことを証する書面及び当該会計参与となるべき者の履歴書
(xi) if the converted stock company is a company with accounting advisor, a document certifying the acceptance of the office by the person to assume the

position of accounting advisor of the converted stock company, and résumés of the person;

十一の二　組織変更後株式会社が会計監査人設置会社であるときは、組織変更後株式会社の会計監査人となるべき者が就任を承諾したことを証する書面及び当該会計監査人となるべき者の履歴書

(xi)-2 if the converted stock company is a company with financial auditor, a document certifying the acceptance of the office by the person to assume the position of financial auditor of the converted stock company, and résumés of the person;

十二　法第九十二条の規定により組織変更に際して株式を発行することとしたときは、次に掲げる書面

(xii) when the shares are to be issued upon the entity conversion pursuant to the provisions of Article 92 of the Act, the following documents:

イ　株式の引受けの申込みを証する書面

(a) a document certifying the application for subscription for the shares;

ロ　金銭を出資の目的とするときは、法第九十六条第一項の規定による払込みがあったことを証する書面

(b) when the subject of contribution is money, a document certifying that the completion of the payment under Article 96, paragraph (1) of the Act;

ハ　金銭以外の財産を出資の目的とするときは、次に掲げる書面

(c) when the subject of contribution is any other property than money, the following documents:

（１）　検査役が選任されたときは、検査役の調査報告を記載した書面及びその附属書類

1. in the case where an inspector has been appointed, a document containing the investigation report by the inspector and the documents attached thereto;

（２）　法第九十六条の四において準用する会社法第二百七条第九項第三号（金銭以外の財産の出資）に掲げる場合には、有価証券の市場価格を証する書面

2. in the case stated in Article 207, paragraph (9), item (iii) (Contribution of Property Other than Monies) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4 of the Act, a document certifying the market price of the securities;

（３）　法第九十六条の四において準用する会社法第二百七条第九項第四号に掲げる場合には、同号に規定する証明を記載した書面及びその附属書類

3. in the case stated in Article 207, paragraph (9), item (iv) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4 of the Act, a document containing the verification provided in that item and the documents attached thereto; and

（４）　法第九十六条の四において準用する会社法第二百七条第九項第五号に掲げる場合には、同号の金銭債権について記載された会計帳簿

4. in the case stated in Article 207, paragraph (9), item (v) of the Companies Act as applied mutatis mutandis pursuant to Article 96-4 of the Act, the account book containing descriptions of the monetary claims as referred to in that item;

ニ　検査役の報告に関する裁判があったときは、その謄本

(d) in the cases where any judicial decision has been rendered in regard to an inspector's report, a transcript of the judicial decision;

十三　法第九十六条の九の二第一項の規定により組織変更に際して組織変更株式交付をすることとしたときは、次に掲げる書面

(xiii) when the partial share exchange on entity conversion is to be implemented upon the entity conversion pursuant to Article 96-9-2, paragraph (1) of the Act, the following documents:

イ　組織変更株式交付子会社の株式の譲渡しの申込みを証する書面

(a) a document certifying the offer to transfer shares of the subsidiary company resulting from a partial share exchange on entity conversion;

ロ　子会社対象会社（法第百六条第一項に規定する子会社対象会社をいい、同項第十六号に掲げる会社（以下「保険業高度化等会社」という。）（第五十七条の三に規定する会社を除く。）を除く。第九十四条第一項第十号及び第百五条第一項第十九号において同じ。）を子会社とする場合には、当該子会社対象会社に関する第五十八条第一項第四号に掲げる書類

(b) if the mutual company intends to make a company eligible to be a subsidiary company (meaning a company eligible to be a subsidiary company provided in Article 106, paragraph (1) of the Act, and excluding a company stated in item (xvi) of that paragraph (referred to below as an "advanced insurance service company" (excluding a company provided in Article 57-3); the same applies in Article 94, paragraph (1), item (x) and Article 105, paragraph (1), item (xix))) its subsidiary company, the documents stated in Article 58, paragraph (1), item (iv) relating to the company eligible to be a subsidiary company;

ハ　保険会社若しくはその子会社が保険業高度化等会社（第五十七条の三に規定する会社及び外国の会社を除く。以下「他業保険業高度化等会社」という。）の議決権を合算してその基準議決権数（法第百七条第一項に規定する基準議決権数をいう。以下同じ。）を超えて保有すること又は外国の保険業高度化等会社を子会社とすることとなる場合には、当該会社に関する第五十八条の二第一項第四号に掲げる書類

(c) if the entity conversion would cause the insurance company or its subsidiary company to hold voting rights in an advanced insurance service company (excluding a company provided in Article 57-3 and a foreign company; referred to below as an "advanced insurance service company engaged in non-insurance businesses") in a total number that would exceed the voting right holding threshold (meaning the voting right holding threshold as prescribed in Article 107, paragraph (1) of the Act; the same applies below), or make a foreign advanced insurance service company its subsidiary company: a document stated in Article 58-2, paragraph (1), item (iv) relating to the company; and

ニ　保険会社又はその子会社が国内の会社（法第百七条第一項に規定する国内の会社をいう。以下同じ。）の議決権を合算してその基準議決権数を超えて保有することとなる場合には、当該国内の会社の名称及び業務の内容を記載した書類

(d) if the entity conversion would cause the insurance company or its subsidiary company to hold voting rights in a domestic company (meaning a domestic company provided in Article 107, paragraph (1) of the Act; the same applies below) in a total number that would exceed the voting right holding threshold, a document stating the name and content of business of the domestic company.

十四　その他法第九十六条の十第二項の規定による審査をするため参考となるべき事項を記載した書類

(xiv) a document stating any other matters which would serve as reference information for an examination under the provisions of Article 96-10, paragraph (2) of the Act.

２　法第二条第十五項の規定は、前項第十三号ハ及びニに規定する議決権について準用する。

(2) The provisions of Article 2, paragraph (15) of the Act apply mutatis mutandis to the voting rights provided in item (xiii), (c) and (d) of the preceding paragraph.

（株式の発行等により一に満たない端数を処理する場合における市場価格）

(Market Price in the Case of Treatment of Shares with Fractions Resulting from Issue of Shares)

第四十六条の二　法第九十六条の十三の二第七項において読み替えて準用する会社法第二百三十四条第二項（一に満たない端数の処理）に規定する内閣府令で定める方法は、次の各号に掲げる場合の区分に応じ、当該各号に定める額をもって同項に規定する株式の価格とする方法とする。

Article 46-2 The method specified by Cabinet Office Order, as provided in Article 234, paragraph (2) of the Companies Act (Treatment of Fractional Shares), as applied mutatis mutandis pursuant to Article 96-13-2, paragraph (7) of the Act following the deemed replacement of terms, is that of making the amounts as provided in each of following items the price of the shares prescribed in that paragraph, in accordance with the categories of cases stated below:

一　当該株式を市場において行う取引によって売却する場合　当該取引によって売却する価格

(i) if the shares are sold through a market transaction: the sale price of the transaction;

二　前号に掲げる場合以外の場合　次に掲げる額のうちいずれか高い額
(ii) in cases other than the case stated in the preceding item: the higher of the following prices:
イ　法第九十六条の十三の二第七項において準用する会社法第二百三十四条第二項の規定により売却する日（以下この号において「売却日」という。）における当該株式を取引する市場における最終の価格（当該売却日に売買取引がない場合又は当該売却日が当該市場の休業日に当たる場合にあっては、その後最初になされた売買取引の成立価格）
(a) the closing price of the shares on the market on which the shares are traded, as of the date of the sale pursuant to Article 234, paragraph (2) of the Companies Act, as applied mutatis mutandis pursuant to Article 96-13-2, paragraph (7) of the Act (referred to below as the "sales date" in this item) (if no sale and purchase transaction was consummated on the sales date, or if the sales date falls on a non-business day of the market, the contract price of the sale and purchase transaction effected for the first time after that day); or
ロ　売却日において当該株式が公開買付け等の対象であるときは、当該売却日における当該公開買付け等に係る契約における当該株式の価格
(b) if the shares are the target of a tender offer, etc. on the date of the sale, the price of the shares under the contract in relation to the tender offer, etc. on the date of the sale.

（相互会社から株式会社への組織変更後の公告事項）
(Matters Subject to Public Notice after Entity Conversion from Mutual Company to Stock Company)
第四十六条の三　法第九十六条の十五において準用する法第八十二条第一項に規定する内閣府令で定める事項は、次に掲げる事項とする。
Article 46-3 The matters to be specified by Cabinet Office Order, as provided in Article 82, paragraph (1) of the Act as applied mutatis mutandis pursuant to Article 96-15 of the Act, are as follows:
一　法第八十八条の規定による手続の経過
(i) the progress of procedures under Article 88 of the Act; and
二　効力発生日（法第八十六条第四項第十二号に規定する効力発生日をいう。次条第五号において同じ。）
(ii) effective date (meaning the effective date as provided in Article 86, paragraph (4), item (xii) of the Act; the same applies in item (v) of the following Article).

（組織変更後株式会社の事後開示事項）
(Matters Subject to Ex-Post Facto Disclosure by Converted Stock Company)
第四十六条の四　法第九十六条の十五において準用する法第八十二条第二項に規定する

内閣府令で定める事項は、次に掲げる事項とする。

Article 46-4 The matters to be specified by Cabinet Office Order, as provided in Article 82, paragraph (2) of the Act as applied mutatis mutandis pursuant to Article 96-15 of the Act, are as follows:

一　法第八十八条の規定による手続の経過

(i) the progress of procedures under Article 88 of the Act; and

二　組織変更株式交換をした場合には、次に掲げる事項

(ii) when the share exchange on entity conversion was implemented, the following matters:

イ　組織変更株式交換が効力を生じた日

(a) the date when the share exchange on entity conversion becomes effective;

ロ　組織変更株式交換完全親会社における次に掲げる手続の経過

(b) the progress of the following procedures by the wholly owning parent company resulting from the share exchange;

（１）　法第九十六条の五第三項において準用する会社法第七百九十六条の二（吸収合併等をやめることの請求）の規定による請求に係る手続の経過

1. the progress of the procedures related to the demand under Article 796-2 (Demanding Cessation of Absorption-Type Merger) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act; and

（２）　法第九十六条の五第三項において準用する会社法第七百九十七条（反対株主の株式買取請求）及び第七百九十九条（第一項第一号及び第二号を除く。）（債権者の異議）の規定による手続の経過

2. the progress of the procedures under Article 797 (Dissenting Shareholders' Appraisal Rights), Article 799 (excluding paragraph (1), items (i) and (ii)) (Objections of Creditors) of the Companies Act as applied mutatis mutandis pursuant to Article 96-5, paragraph (3) of the Act;

ハ　組織変更株式交換により組織変更株式交換完全親会社に移転した組織変更後株式会社の株式の数（組織変更後株式会社が種類株式発行会社であるときは、株式の種類及び種類ごとの数）

(c) the number of shares in the converted stock company transferred to the wholly owning parent company resulting from the share exchange, in virtue of the share exchange on entity conversion (or the classes of share and the number of shares by class, if the stock company under that item is a company with class shares);

ニ　イからハまでに掲げるもののほか、組織変更株式交換に関する重要な事項

(d) beyond what is stated in the (a) through (c), material matters related to the share exchange on entity conversion;

三　組織変更株式移転をした場合には、次に掲げる事項

(iii) when the share transfer on entity conversion was implemented, the

following matters:
イ　組織変更株式移転が効力を生じた日
(a) the date when the share transfer on entity conversion becomes effective;
ロ　法第九十六条の九第一項第九号の株式会社における次に掲げる手続の経過
(b) the progress of the following procedures in relation to the stock company referred to in Article 96-9, paragraph (1), item (ix) of the Act:
（１）　法第九十六条の九第五項において準用する会社法第八百五条の二（新設合併等をやめることの請求）の規定による請求に係る手続の経過
1. the progress of the procedures related to the demand under Article 805-2 (Demanding Cessation of a Consolidation-Type Merger) of the Companies Act as applied mutatis mutandis pursuant to Article 96-9, paragraph (5) of the Act; and
（２）　法第九十六条の九第五項において準用する会社法第八百六条（反対株主の株式買取請求）、第八百八条（第一項第一号及び第二号並びに第三項第一号及び第二号を除く。）（新株予約権買取請求）及び第八百十条（第一項第一号及び第二号を除く。）（債権者の異議）の規定による手続の経過
2. the progress of the procedures under Article 806 (Dissenting Shareholders' Appraisal Rights), Article 808 (excluding paragraph (1), items (i) and (ii) and paragraph (3), items (i) and (ii)) (Exercise of Appraisal Rights on Share Options) and Article 810 (excluding paragraph (1), items (i) and (ii)) (Objections of Creditors) of the Companies Act as applied mutatis mutandis pursuant to Article 96-9, paragraph (5) of the Act;
ハ　他の組織変更をする相互会社における法第八十八条の規定による手続の経過
(c) the status of progress of the procedures under Article 88 of the Act in relation to the other converting mutual company;
ニ　組織変更株式移転により組織変更株式移転設立完全親会社に移転した組織変更後株式会社の株式の数（組織変更後株式会社が種類株式発行会社であるときは、株式の種類及び種類ごとの数）
(d) the number of shares in the converted stock company which have been transferred to the wholly owning parent company incorporated in a share transfer on entity conversion in virtue of the share exchange on entity conversion (or the classes of share and the number of shares by class, where the stock company under that item is a company with class shares);
ホ　イからニまでに掲げるもののほか、組織変更株式移転に関する重要な事項
(e) beyond what is stated in (a) through (d), material matters related to the share transfer on entity conversion;
四　組織変更株式交付をした場合には、次に掲げる事項
(iv) when the partial share exchange on entity conversion was implemented, the following matters:
イ　組織変更株式交付が効力を生じた日

(a) the day when the partial share exchange on entity conversion becomes effective;
ロ　組織変更株式交付に際して組織変更後株式会社が譲り受けた組織変更株式交付子会社の株式の数（組織変更株式交付子会社が種類株式発行会社であるときは、株式の種類及び種類ごとの数）
(b) the number of shares of the subsidiary company resulting from a partial share exchange on entity conversion transferred to the converted stock company upon the partial share exchange on entity conversion (or the classes of share and the number of shares by class, if the subsidiary company resulting from a partial share exchange on entity conversion is a company with class shares);
ハ　組織変更株式交付に際して組織変更後株式会社が譲り受けた組織変更株式交付子会社の新株予約権の数
(c) the number of share options of the subsidiary company resulting from a partial share exchange on entity conversion transferred to the converted stock company upon the share delivery on entity conversion;
ニ　ハの新株予約権が新株予約権付社債に付されたものである場合には、当該新株予約権付社債についての各社債（組織変更後株式会社が組織変更株式交付に際して取得したものに限る。）の金額の合計額
(d) if the share options referred to in (c) are attached to bonds with share option, the total of the amounts for each bond with respect to the bonds with share option (limited to bonds acquired by the converted stock company in connection with the partial share exchange on entity conversion);
ホ　イからニまでに掲げるもののほか、組織変更株式交付に関する重要な事項
(e) beyond what is stated in (a) through (d), important matters with respect to the partial share exchange on entity conversion.
五　効力発生日
(v) effective date; and
六　前各号に掲げるもののほか、組織変更に関する重要な事項
(vi) beyond what is stated in the preceding items, material matters related to the entity conversion.

第三章　業務
Chapter III Business

（資産の運用方法の制限）
(Restrictions on Methods of Asset Investment)
第四十七条　法第九十七条第二項に規定する内閣府令で定める方法は、次に掲げる方法とする。
Article 47 The methods to be specified by Cabinet Office Order, as provided in

Article 97, paragraph (2) of the Act are as follows:
一　有価証券（金融商品取引法第二条第一項に規定する有価証券及び同条第二項の規定により有価証券とみなされるものをいう。）の取得（第三号、第三号の二、第六号の二、第八号及び第九号に該当するものを除く。）
(i) acquisition of securities (meaning securities provided in Article 2, paragraph (1) of the Financial Instruments and Exchange Act and those deemed to be securities pursuant to the provisions of paragraph (2) of the same Article) (excluding acquisition which falls under items (iii), (iii)-2, (vi)-2, (viii), and (ix));
二　不動産の取得
(ii) acquisition of real property;
三　金銭債権の取得
(iii) acquisition of monetary claims;
三の二　短期社債等（法第九十八条第六項に規定する短期社債等をいう。以下同じ。）の取得
(iii)-2 acquisition of short-term bonds, etc. (meaning short-term bonds, etc. provided in Article 98, paragraph (6) of the Act; the same applies below);
四　金地金の取得
(iv) acquisition of gold bullion;
五　金銭の貸付け（コールローンを含む。）
(v) loan of money (including call loans);
六　有価証券の貸付け
(vi) loan of securities;
六の二　民法第六百六十七条第一項に規定する組合契約又は商法（明治三十二年法律第四十八号）第五百三十五条に規定する匿名組合契約に係る出資
(vi)-2 capital contributions under a partnership agreement provided in Article 667, paragraph (1) of the Civil Code or a silent partnership agreement provided in Article 535 of the Commercial Code (Act No. 48 of 1899);
七　預金又は貯金
(vii) deposits or savings;
八　金銭、金銭債権、有価証券又は不動産等の信託
(viii) trusts of money, monetary claims, securities, or real property, etc.;
九　有価証券関連デリバティブ取引（金融商品取引法第二十八条第八項第六号に規定する有価証券関連デリバティブ取引をいう。以下同じ。）
(ix) transactions of securities-related derivatives (meaning transactions of securities-related derivatives provided in Article 28, paragraph (8), item (vi) of the Financial Instruments and Exchange Act; the same applies below);
十　金融商品取引法第二条第二十項に規定するデリバティブ取引（前号に掲げるものに該当するもの及び暗号等資産（同条第二十四項第三号の二に規定する暗号等資産をいう。以下同じ。）又は暗号等資産関連金融指標（同法第百八十五条の二十二第一項第一号に規定する暗号等資産関連金融指標をいう。第五十二条の二の二第三号

及び第五十六条第二項第一号において同じ。）に係る取引を除く。）
(x) derivatives transactions provided in Article 2, paragraph (20) of the Financial Instruments and Exchange Act (excluding those falling under transactions in the preceding item and transactions relating to crypto- and other assets (meaning crypto- and other assets provided in paragraph (24), item (iii)-2 of that Article; the same applies below) or cryptoasset-related financial index (meaning the cryptoasset-related financial index provided in Article 185-22, paragraph (1), item (i) of that Act; the same applies in Article 52-2-2, item (iii) and Article 56, paragraph (2), item (i)));
十一　法第九十八条第一項第八号に規定する金融等デリバティブ取引
(xi) financial derivatives transactions provided in Article 98, paragraph (1), item (viii) of the Act;
十二　先物外国為替取引
(xii) foreign exchange futures transactions; and
十三　前各号に掲げる方法に準ずる方法
(xiii) methods equivalent to those stated in the preceding items.

第四十八条　削除
Article 48 Deleted

（当該同一人と特殊の関係にある者）
(Other Persons Having Special Relationship with the Same Person)
第四十八条の二　法第九十七条の二第二項に規定する内閣府令で定める特殊の関係のある者は、同項本文に規定する同一人（当該内閣府令で定める特殊の関係のある者を除く。以下この条、次条及び第四十八条の五において「同一人自身」という。）が当該保険会社の子会社、当該保険会社を子会社とする保険持株会社又は当該保険持株会社の子会社ではない場合の次の各号に掲げる者（当該保険会社、当該保険会社の子会社、当該保険会社を子会社とする保険持株会社及び当該保険持株会社の子会社を除く。）とする。
Article 48-2 (1) Persons who have a special relationship to be specified by Cabinet Office Order, as provided in Article 97-2, paragraph (2) of the Act, are as the persons stated in the following items, when the same person provided in the main clause of the same paragraph (excluding persons who have a special relationship as specified by Cabinet Office Order; referred to below as the "same investment target" in this Article, the following Article and Article 48-5) is not a subsidiary company of the insurance company, an insurance holding company of which the insurance company is a subsidiary company, or a subsidiary company of the insurance holding company (such persons exclude the insurance company, a subsidiary company of the insurance company, an insurance holding company of which the insurance company is a subsidiary company, and a subsidiary company of the insurance holding company):

一　同一人自身が会社である場合における次に掲げる者
(i) the following persons, if the same investment target is a company:
イ　当該同一人自身の子会社
(a) a subsidiary company of the same investment target;
ロ　当該同一人自身を子会社とする会社
(b) a company that holds the same investment target as its subsidiary company;
ハ　ロに掲げる会社の子会社（当該同一人自身及びイ又はロに掲げる会社に該当するものを除く。）
(c) a subsidiary company of a company stated in (b) (excluding the same investment target and also excluding a party which falls under the category of a company stated in (a) or (b));
ニ　会社以外の者であって、当該同一人自身の総株主等の議決権の百分の五十を超える議決権を保有するもの
(d) a person other than a company that holds the voting rights exceeding 50 percent of all shareholders' voting rights of the same investment target;
ホ　会社以外の者であって、当該同一人自身を子会社とする会社の総株主等の議決権の百分の五十を超える議決権を保有するもの
(e) a person other than a company that holds the voting rights exceeding 50 percent of all shareholders' voting rights of the company that holds the same investment target as its subsidiary company;
ヘ　ニ又はホに掲げる者がその総株主等の議決権の百分の五十を超える議決権を保有する会社（当該同一人自身及びロに掲げる会社に該当するものを除く。）及び当該会社の子会社
(f) a company over 50 percent of all of whose shareholders' voting rights are held by a person stated in (d) or (e) (excluding a company that falls under the same investment target and a company stated in (b)), and a subsidiary company of the company; or
ト　当該同一人自身又はイ、ロ、ハ若しくはヘに掲げる会社（第三項において「合算会社」という。）及びニ又はホに掲げる者がその総株主等の議決権の百分の五十を超える議決権を保有する他の会社（イ、ロ、ハ又はヘに掲げる会社に該当するものを除く。）
(g) other company over 50 percent of all of whose shareholders' voting rights are held by the same investment target or a company stated in (a), (b), (c), or (f) (referred to as a "company for aggregation" in paragraph (3)) and a person stated in (d) or (e) (such other company excludes that which falls under any company stated in (a), (b), (c), or (f));
二　同一人自身が会社以外の者である場合における次に掲げる者
(ii) the following persons, if the same investment target is not a company:
イ　当該同一人自身がその総株主等の議決権の百分の五十を超える議決権を保有する会社（以下この条において「同一人支配会社」という。）

(a) a company over 50 percent of all of whose shareholders' voting rights are held by the same investment target (referred to below as a "company under control of same investment target" in this Article); or

ロ　当該同一人自身及びその一若しくは二以上の同一人支配会社又は当該同一人自身の一若しくは二以上の同一人支配会社がその総株主等の議決権の百分の五十を超える議決権を保有する他の会社（イに掲げる会社に該当するものを除く。）

(b) other company over 50 percent of all of whose shareholders' voting rights are held by the same investment target and one or multiple company (companies) controlled by the same investment target, or by one or multiple company (companies) controlled by the same investment target (such other company excludes that which falls under a company stated in (a)).

２　法第二条第十五項の規定は、前項各号の場合においてこれらの規定に規定する者が保有し、又は保有される議決権について準用する。

(2) The provisions of Article 2, paragraph (15) of the Act apply mutatis mutandis to voting rights held by persons provided in the items of the preceding paragraph or the persons' voting rights held, if any of these provisions applies.

３　第一項第一号トに掲げる会社及び同項第二号ロに掲げる会社は、同項各号の規定の適用については、それぞれ合算会社及び同一人支配会社とみなす。

(3) For the purpose of application of the provisions of the items of paragraph (1), a company stated in item (i), (g) of the same paragraph and a company stated in item (ii), (b) of the same paragraph is deemed to be a company for aggregation and a company under control of same investment target, respectively.

（法第九十七条の二第二項に規定する資産の運用額の制限）

(Restrictions on Amount of Asset Investment Provided in Article 97-2, Paragraph (2) of the Insurance Business Act)

第四十八条の三　法第九十七条の二第二項に規定する保険会社の同一人に対する内閣府令で定める資産の運用の額は、次に掲げる額とする。

Article 48-3 (1) The amount to be specified by Cabinet Office Order as the amount of asset investment by an insurance company to the same person as provided in Article 97-2, paragraph (2) of the Act is as follows:

一　総資産（特別勘定又は積立勘定（第三十条の三第一項（第六十三条において読み替えて準用する場合を含む。）の規定により設ける勘定をいう。以下この項及び第五十九条の二第一項第三号ロ（６）において同じ。）を設ける場合においては、当該特別勘定又は積立勘定に属するものとして経理された資産を除く。次項第一号及び第四十八条の五第二項において同じ。）のうち同一人に対する運用に係る次のイからホまでに掲げる資産の額（その他有価証券（財務諸表等規則第八条第二十二項に規定するその他有価証券をいう。以下同じ。）にあっては、貸借対照表計上額の合計額が帳簿価額の合計額を上回る場合には帳簿価額の合計額とする。次号におい

て同じ。）を合計した額

(i) from among the total assets (in cases where a special account or accumulation account (meaning an account established pursuant to the provisions of Article 30-3, paragraph (1) (including the cases where it is applied mutatis mutandis pursuant to Article 63 following the deemed replacement of terms); the same applies below in this paragraph and Article 59-2, paragraph (1), item (iii), (b), 6.) is established, assets that have been accounted for under the special account or accumulation account are excluded; the same applies below in item (i) of the following paragraph and Article 48-5, paragraph (2)), the amount obtained by summing up the amounts of assets stated in (a) through (e) below (if the assets are available-for-sale securities (meaning available-for-sale securities prescribed in Article 8, paragraph (22) of the Regulations on Financial Statements, etc.; the same applies below), and when the sum of their amounts recorded in the balance sheet exceeds the sum of their book values, the sum of their book values) in relation to investment to the same person:

イ　当該同一人が発行する社債（短期社債（法第九十八条第六項第一号に掲げる短期社債及び同項第五号に掲げる短期社債をいう。第五十三条の二の二第二項、第五十三条の六の二第二項第三号及び第百四十条の三第一項第一号イにおいて同じ。）を除く。）及び株式（出資を含む。以下イにおいて同じ。）（当該同一人が当該保険会社の子会社である次に掲げる者である場合における当該同一人が発行する株式を除く。）

(a) corporate bonds (excluding short-term bonds (meaning short-term bonds stated in Article 98, paragraph (6), item (i) of the Act and short-term bonds stated in item (v) of the same paragraph; the same applies in Article 53-2-2, paragraph (2), Article 53-6-2, paragraph (2), item (iii), and Article 140-3, paragraph (1), item (i), (a)) and shares issued by the same person (including capital contributions; the same applies below in (a)) (excluding shares issued by the same person in cases where the same person is any of the following persons which is a subsidiary company of the insurance company)):

（１）　法第百六条第一項第一号から第二号の二まで及び第八号に掲げる者

1. a person stated in Article 106, paragraph (1), item (i) to item (ii)-2 and item (viii) of the Act;

（２）　保険持株会社、少額短期保険持株会社及び法第百六条第一項第十八号に掲げる会社（同項第八号に掲げる会社を子会社とする会社に限る。（ｉ）において同じ。）であって、各事業年度において、自己及びその子会社（次に掲げる会社に限る。）の収入金額の合計額を自己及びその子会社の収入金額の総額で除して得た割合が百分の九十を下回らないもの

2. an insurance holding company, small amount and short term insurance holding company and a company stated in Article 106, paragraph (1),

item (xviii) of the Act (limited to the company having the company stated in item (viii) of the same paragraph as its subsidiary company; the same applies in i.) whose ratio obtained by dividing the total amount of its own income and its subsidiary companies' income (limited to the following companies) by the total amount of its own income and its subsidiary companies' income is not smaller than 90 percent:

（ｉ） 法第百六条第一項第一号から第二号の二まで、第八号及び第十八号に掲げる者、保険持株会社並びに少額短期保険持株会社

i. a person stated in Article 106, paragraph (1), item (i) through item (ii)-2, item (viii) and item (xviii), insurance holding company and small amount and short term insurance holding company;

（ｉｉ） 第五十六条の二第一項各号に掲げる業務を専ら営む会社

ii. a company engaged solely in the business stated in the items of Article 56-2, paragraph (1);

（ｉｉｉ） 第五十七条の二各号に掲げる業務を専ら営む会社

iii. a company engaged solely in the business stated in the items of Article 57-2;

（ｉｖ） 第二百十条の七第二項各号に掲げる業務を専ら営む会社（（ｉｉ）に掲げるものを除く。）

iv. a company engaged solely in the business specified in the items of Article 210-7, paragraph (2) (excluding those stated in ii. above);

（ｖ） 第二百十一条の三十四第一項各号に掲げる業務を専ら営む会社（（ｉｉ）から（ｉｖ）までに掲げるものを除く。）

v. a company engaged solely in the business stated in the items of Article 211-34, paragraph (1) (excluding those stated in ii. through iv. above);

ロ 当該同一人に対する貸付金（保険約款の規定による貸付金、コールローンその他金融庁長官が定めるものを除く。）及び貸付有価証券（現金を担保とする貸付有価証券のうち当該担保の額に相当する額を除く。）

(b) loans (excluding loans to be granted under policy conditions, call loans, and other loans specified by the Commissioner of the Financial Services Agency) and loaned securities (excluding the portion equivalent to the amount of the collateral of loaned securities secured by cash) to the same person;

ハ 当該同一人に対する預金（当座預金及び普通預金を除く。）

(c) deposits (excluding current deposits and ordinary deposits) to the same person;

ニ 当該同一人に対する債務の保証

(d) guarantee of debts for the same person;

ホ 当該同一人に対するデリバティブ取引に係る運用資産として金融庁長官が定め

る基準に従い算出されるもの

(e) the amount calculated in accordance with the standard specified by the Commissioner of the Financial Services Agency as assets for investment related to the derivatives transactions with the same person;

ヘ　当該同一人に対する法第九十八条第一項第十二号に掲げる業務に係る運用資産（貸借対照表のリース投資資産勘定に計上されるもの（同号イに規定するリース物件を使用させるために必要となる付随費用の額が当該リース投資資産勘定に計上されない場合にあっては、当該付随費用を含む。）に限る。）

(f) assets for investment for the business stated in Article 98, paragraph (1), item (xii) of the Act with the same person (limited to those recorded on the lease in investment assets account of the balance sheet (in cases where the amount of ancillary expenses necessary for making available the leased property prescribed in (a) of that item is not recorded in the lease in investment assets account, including the ancillary expenses)); or

二　積立勘定を設ける場合においては、当該積立勘定に属するものとして経理された資産（次項第二号において「積立勘定資産」という。）のうち前号イからへまでに掲げる資産の額を合計した額

(ii) if an accumulation account is established, the amount obtained by summing up the amounts of assets in accumulation account stated in (a) through (f) of the preceding item.

２　法第九十七条の二第二項に規定する内閣府令で定めるところにより計算した額は、次の各号に掲げる資産の運用の額の区分に応じ、当該各号に定める額とする。ただし、金融庁長官の承認を受けた場合は、この限りでない。

(2) The amount calculated in accordance with Cabinet Office Order, as provided in Article 97-2, paragraph (2) of the Act is the amount stated in the following items, in accordance with the categories of the amounts of asset investment respectively stated in those items; provided, however, that this does not apply when approved by the Commissioner of the Financial Services Agency:

一　前項第一号に規定する資産の運用の額　次に掲げる資産の運用の額の区分に応じ、それぞれ次に定める額

(i) the amount of asset investment provided in item (i) of the preceding paragraph: the amounts as respectively specified below in accordance with the following categories of the amounts of asset investment:

イ　同一人自身に対する運用に係るもの（ハに掲げるものを除く。）　総資産の額（その他有価証券にあっては、貸借対照表計上額の合計額が帳簿価額の合計額を上回る場合には帳簿価額の合計額とする。以下この号及び第四十八条の五第二項において同じ。）に百分の十を乗じて計算した額（前項第一号ロに規定する貸付金、同号ニに規定する債務の保証及び同号へに規定する法第九十八条第一項第十二号に掲げる業務に係る運用資産（以下この号及び第四十八条の五第二項において「貸付金等」という。）にあっては、総資産の額に百分の三を乗じて計算した額）

(a) the amount related to investment to the same investment target (excluding the amount stated in (c)): the amount calculated by multiplying the amount of the total assets (if the assets are available-for-sale securities, and when the sum of their amounts recorded in the balance sheet exceeds the sum of their book values, the sum of their book values; the same applies below in this item and Article 48-5, paragraph (2)) by 10 percent (for loans provided in item (i), (b) of the preceding paragraph, guarantee of debts provided in (d) of that item and assets for investment related to the business stated in Article 98, paragraph (1), item (xii) of the Act as referred to in item (i), (f) of the preceding paragraph (referred to below as "loans, etc." in this item and Article 48-5, paragraph (2)), the amount calculated by multiplying the amount of the total assets by 3 percent);

ロ　同一人に対する運用に係るもの（ニに掲げるものを除く。）　総資産の額に百分の十を乗じて計算した額（貸付金等にあっては、総資産の額に百分の三を乗じて計算した額）

(b) the amount related to investment to the same person (excluding the amount stated in (d)): the amount calculated by multiplying the amount of the total assets by 10 percent (for loans, etc., the amount calculated by multiplying the amount of the total assets by 3 percent);

ハ　当該保険会社の主要株主基準値以上の数の議決権を保有する保険主要株主に対する運用に係るもの　総資産の額に百分の六を乗じて計算した額（貸付金等にあっては、総資産の額に百分の二を乗じて計算した額）

(c) the amount related to investment to an insurance company's major shareholder who holds voting rights not less than the major shareholder threshold in the insurance company: the amount calculated by multiplying the amount of the total assets by 6 percent (for loans, etc., the amount calculated by multiplying the amount of the total assets by 2 percent);

ニ　当該保険会社の主要株主基準値以上の数の議決権を保有する保険主要株主が同一人自身である場合における当該保険主要株主に係る同一人に対する運用に係るもの　総資産の額に百分の六を乗じて計算した額（貸付金等にあっては、総資産の額に百分の二を乗じて計算した額）

(d) when the insurance company's major shareholder who holds voting rights not less than the major shareholder threshold in the insurance company is the same investment target, the amount related to investment to the same person related to the insurance company's major shareholder: the amount calculated by multiplying the amount of the total assets by 6 percent (for loans, etc., the amount calculated by multiplying the amount of the total assets by 2 percent);

二　前項第二号に規定する場合における資産の運用の額　次に掲げる資産の運用の額の区分に応じ、それぞれ次に定める額

(ii) the amount of asset investment, in cases provided in item (ii) of the preceding paragraph: the amounts as respectively specified below in accordance with the following categories of the amounts of asset investment:

イ　同一人自身に対する運用に係るもの（ハに掲げるものを除く。）　積立勘定資産の総額（その他有価証券にあっては、貸借対照表計上額の合計額が帳簿価額の合計額を上回る場合には帳簿価額の合計額とする。以下この号において同じ。）に百分の十を乗じて計算した額（金融庁長官が定める資産にあっては、金融庁長官が定める割合を乗じて計算した額）

(a) the amount related to investment to the same investment target (excluding the amount stated in (c)): the amount calculated by multiplying the total amount of assets in accumulation account (if the assets are available-for-sale securities, and when the sum of their amounts recorded in the balance sheet exceeds the sum of their book values, the sum of their book values; the same applies below in this item) by 10 percent (regarding assets specified by the Commissioner of the Financial Services Agency, the amount calculated by multiplying by ratios specified thereby);

ロ　同一人に対する運用に係るもの（ニに掲げるものを除く。）　積立勘定資産の総額に百分の十を乗じて計算した額（金融庁長官が定める資産にあっては、金融庁長官が定める割合を乗じて計算した額）

(b) the amount related to investment to the same person (excluding the amount stated in (d)): the amount calculated by multiplying the total amount of assets in accumulation account by 10 percent (regarding assets specified by the Commissioner of the Financial Services Agency, the amount calculated by multiplying by ratios specified thereby);

ハ　当該保険会社の主要株主基準値以上の数の議決権を保有する保険主要株主に対する運用に係るもの　積立勘定資産の総額に百分の六を乗じて計算した額（金融庁長官が定める資産にあっては、金融庁長官が定める割合を乗じて計算した額）

(c) the amount related to investment to an insurance company's major shareholder who holds voting rights not less than the major shareholder threshold in the insurance company: the amount calculated by multiplying the total amount of assets in accumulation account by 6 percent (regarding assets specified by the Commissioner of the Financial Services Agency, the amount calculated by multiplying by ratios specified thereby); or

ニ　当該保険会社の主要株主基準値以上の数の議決権を保有する保険主要株主が同一人自身である場合における当該保険主要株主に係る同一人に対する運用に係るもの　積立勘定資産の総額に百分の六を乗じて計算した額（金融庁長官が定める資産にあっては、金融庁長官が定める割合を乗じて計算した額）

(d) when an insurance company's major shareholder who holds voting rights not less than the major shareholder threshold in the insurance company is the same investment target, the amount related to investment to the same person related to the insurance company's major shareholder: the amount calculated by multiplying the total amount of assets in accumulation account by 6 percent (regarding assets specified by the Commissioner of the Financial Services Agency, the amount calculated by multiplying by ratios specified thereby).

３　保険会社は、前項ただし書の承認を受けようとするときは、承認申請書に理由書その他の参考となるべき事項を記載した書類を添付して金融庁長官に提出しなければならない。

(3) If an insurance company seeks to obtain an approval referred to in the proviso to the preceding paragraph, it must submit to the Commissioner of the Financial Services Agency a written application for approval, attaching a written statement of reasons and a document containing any other matters which would serve as reference information.

（当該保険会社と特殊の関係のある者）

(Persons Having Special Relationship with insurance company)

第四十八条の四　法第九十七条の二第三項に規定する内閣府令で定める特殊の関係のある者は、次に掲げる者とする。

Article 48-4 A person having a special relationship to be specified by Cabinet Office Order, as provided in Article 97-2, paragraph (3) of the Act is as follows:

一　当該保険会社の子法人等（令第十三条の五の二第三項に規定する子法人等をいう。以下同じ。）

(i) a subsidiary corporation, etc. (meaning a subsidiary corporation, etc. provided in Article 13-5-2, paragraph (3) of the Cabinet Order; the same applies below) of the insurance company; or

二　当該保険会社の関連法人等（令第十三条の五の二第四項に規定する関連法人等をいう。以下同じ。）

(ii) an affiliated corporation, etc. (meaning an affiliated corporation, etc. provided in Article 13-5-2, paragraph (4) of the Cabinet Order; the same applies below) of the insurance company.

（法第九十七条の二第三項に規定する資産の運用額の制限）

(Restrictions on Amount of Asset Investment Provided in Article 97-2, Paragraph (3) of the Insurance Business Act)

第四十八条の五　法第九十七条の二第三項に規定する当該保険会社及び当該子会社等（同項前段に規定する子会社等をいう。以下この条及び次条において同じ。）又は当該子会社等の同一人に対する内閣府令で定める資産の運用の額は、同一人自身又は当該同一人に対する運用に係る次の各号に掲げる額を合計した額（以下この条及び次条において「合算資産運用総額」という。）とする。

Article 48-5 (1) The amount to be specified by Cabinet Office Order as the amount of asset investment by the insurance company and the subsidiary company, etc. provided in the first sentence of Article 97-2, paragraph (3) of the Act (meaning a subsidiary company, etc. provided in the first sentence of the same paragraph; the same applies below in this Article and the following Article) or the amount by the subsidiary company, etc. to the same person, as referred to in Article 97-2, paragraph (3) of the Act is the amount obtained by summing up the amounts stated in the following items in relation to investment to the same investment target or the same person (referred to below as the "grand total amount of asset investment" in this Article and the following Article):

一　当該保険会社について第四十八条の三第一項第一号の規定により計算した資産の運用の額

(i) the amount of asset investment calculated pursuant to the provisions of Article 48-3, paragraph (1), item (i), regarding the insurance company; and

二　当該保険会社の子会社等について第四十八条の三第一項第一号の規定の例により計算した資産の運用の額

(ii) the amount of asset investment calculated pursuant to the provisions of Article 48-3, paragraph (1), item (i), regarding the subsidiary company, etc. of the insurance company.

２　法第九十七条の二第三項に規定する内閣府令で定めるところにより計算した額は、次の各号に掲げる資産の運用の額の区分に応じ、当該各号に定める額とする。ただし、金融庁長官の承認を受けた場合は、この限りでない。

(2) The amount calculated in accordance with Cabinet Office Order, as provided in Article 97-2, paragraph (3) of the Act is the amount stated in the following items, in accordance with the categories of the amounts of asset investment respectively stated in those items; provided, however, that this does not apply when approved by the Commissioner of the Financial Services Agency:

一　同一人自身に対する合算資産運用総額（第三号に掲げるものを除く。）　当該保険会社の総資産の額及び当該子会社等の自己資本の額を合算した額（以下この項において「合算総資産等の額」という。）に百分の十を乗じて計算した額（貸付金等にあっては、合算総資産等の額に百分の三を乗じて計算した額）

(i) the grand total amount of asset investment to the same investment target (excluding the amount stated in item (iii)): the amount calculated by multiplying the sum of the amount of the total assets of the insurance company and the amount of equity capital of the subsidiary company, etc. (referred to below as the "grand total of assets, etc." in this paragraph) by 10 percent (for loans, etc., the amount calculated by multiplying the grand total of assets, etc. by 3 percent);

二　同一人に対する合算資産運用総額（第四号に掲げるものを除く。）　合算総資産等の額に百分の十を乗じて計算した額（貸付金等にあっては、合算総資産等の額に百分の三を乗じて計算した額）

(ii) the grand total amount of asset investment to the same person (excluding the amount stated in item (iv)): the amount calculated by multiplying the grand total of assets, etc. by 10 percent (for loans, etc., the amount calculated by multiplying the grand total of assets, etc. by 3 percent);

三　当該保険会社の主要株主基準値以上の数の議決権を保有する保険主要株主に対する合算資産運用総額　合算総資産等の額に百分の六を乗じて計算した額（貸付金等にあっては、合算総資産等の額に百分の二を乗じて計算した額）

(iii) the grand total amount of asset investment to an insurance company's major shareholder who holds voting rights exceeding the major shareholder threshold in the insurance company: the amount calculated by multiplying the grand total of assets, etc. by 6 percent (for loans, etc., the amount calculated by multiplying the grand total of assets, etc. by 2 percent); or

四　当該保険会社の主要株主基準値以上の数の議決権を保有する保険主要株主が同一人自身である場合における当該保険主要株主に係る同一人に対する合算資産運用総額　合算総資産等の額に百分の六を乗じて計算した額（貸付金等にあっては、合算総資産等の額に百分の二を乗じて計算した額）

(iv) when an insurance company's major shareholder who holds voting rights exceeding the major shareholder threshold in the insurance company is the same investment target, the grand total amount of asset investment to the same person related to the insurance company's major shareholder: the amount calculated by multiplying the grand total of assets, etc. by 6 percent (for loans, etc., the amount calculated by multiplying the grand total of assets, etc. by 2 percent).

３　保険会社は、前項ただし書の承認を受けようとするときは、承認申請書に理由書その他参考となるべき事項を記載した書類を添付して金融庁長官に提出しなければならない。

(3) If an insurance company seeks to obtain an approval referred to in the proviso to the preceding paragraph, it must submit to the Commissioner of the Financial Services Agency a written application for approval, attaching a written statement of reasons and a document containing any other matters which would serve as reference information.

（法第九十七条の二第三項の規定の適用に関し必要な事項）

(Necessary Matters Concerning Application of the Provisions of Article 97-2, Paragraph (3) of the Insurance Business Act)

第四十八条の六　法第九十七条の二第三項に規定する当該保険会社及び当該子会社等又は当該子会社等の同一人に対する資産の運用の額は、合算資産運用総額から当該同一人に係る調整対象額を控除した額とする。

Article 48-6 (1) The amount of asset investment by the insurance company and the subsidiary company, etc. or the amount by the subsidiary company, etc. to the same person, as provided in Article 97-2, paragraph (3) of the Act is the amount that remains after deducting the Adjustment for the same person from the grand total amount of asset investment.

２　前項に規定する調整対象額とは、当該子会社等のする資金の貸付けの額のうち当該

保険会社又は他の子会社等が保証している額その他金融庁長官が定める額をいう。
(2) The adjustment provided in the preceding paragraph is the portion of the loans for funds to be provided by the subsidiary company, etc. that is guaranteed by the insurance company or other subsidiary company, etc. or other amount specified by the Commissioner of the Financial Services Agency.
３　前条第二項第一号に規定する合算総資産等の額は、金融庁長官が定めるところにより必要な調整を加えた額とする。
(3) The grand total of assets, etc. provided in paragraph (2), item (i) of the preceding Article is the amount adjusted as necessary, as specified by the Commissioner of the Financial Services Agency.

（信託による脱法行為の禁止）
(Prohibition of Acts in Evasion of Law by Way of Creation of Trusts)
第四十九条　保険会社は、金銭、金銭債権、有価証券又は不動産等の信託により、第四十七条、第四十八条の三及び第四十八条の五の規定による制限を免れることができない。
Article 49 An insurance company may not evade restrictions under Articles 47, 48-3, and 48-5 by way of creation of trusts on money, monetary claims, securities, or real property, etc.

（資産の運用制限の例外）
(Exception of Restrictions on Investment of Assets)
第五十条　保険会社は、資産の運用方法又は資産の運用額が資産の価格の変動、担保権の実行、代物弁済その他の当該保険会社の意思に基づかない理由により第四十七条、第四十八条の三、第四十八条の五及び前条の規定による制限に反することとなった場合においては、その方法又は額により資産の運用を行うことができる。この場合において、当該保険会社は、漸次、第四十七条、第四十八条の三、第四十八条の五及び前条の趣旨に従って、その資産の運用方法又は運用額を改めなければならない。
Article 50 An insurance company may, if the method or the amount of asset investment contravenes restrictions under Articles 47, 48-3, and 48-5 and the preceding Article, due to any fluctuations of the prices of the assets, the exercise of security rights, the substitute performance or any other reasons contrary to the insurance company's intention, continue to make asset investments by that method or in that amount. In this case, the insurance company must gradually effect modification to the method and the amount of asset investment in accordance with the purport of Articles 47, 48-3, and 48-5 and the preceding Article.

（業務の代理又は事務の代行）
(Business Agency or Business Handling Service)
第五十一条　法第九十八条第一項第一号に規定する内閣府令で定める業務の代理又は事

務の代行は、次に掲げるものとする。
Article 51 Business agency service or business handling service to be specified by Cabinet Office Order, as provided in Article 98, paragraph (1), item (i) of the Act, is as follows:
一　他の保険会社（外国保険業者を含む。）、少額短期保険業者又は船主相互保険組合（船主相互保険組合法（昭和二十五年法律第百七十七号）第二条第一項（定義）に規定する船主相互保険組合をいう。以下同じ。）の次に掲げる事務の代行その他の保険業に係る事務の代行
(i) the following business handling services or other services related to insurance business, for other insurance companies (including foreign insurers), small amount and short term insurer, or ship-owners mutual insurance associations (meaning ship-owners mutual insurance associations provided in Article 2, paragraph (1) (Definition) of the Ship-owners Mutual Insurance Association Act (Act No. 177 of 1950); the same applies below):
イ　保険の引受けその他の業務に係る書類等の作成及び授受等
(a) preparation, delivery and receiving, etc. of documents concerning underwriting of insurance and other services;
ロ　保険料の収納事務及び保険金等の支払事務
(b) services for receiving Insurance Premiums and services for paying insurance proceeds, etc.;
ハ　保険事故その他の保険契約に係る事項の調査
(c) investigation into insured events and other matters related to insurance contracts; and
ニ　保険募集を行う者の教育及び管理
(d) education and management of persons soliciting insurance;
二　他の保険会社（外国保険業者を含む。）、少額短期保険業者又は船主相互保険組合の保険契約の締結の代理（媒介を含む。以下この条、第百四十一条及び第二百十一条の二十四において同じ。）、損害査定の代理その他の保険業に係る業務の代理であって、保険会社が行うことが保険契約者等の利便の増進等の観点から合理的であるもの
(ii) acting as an agent (including provision of an brokerage service; the same applies below in this Article, Articles 141 and 211-24) for the conclusion of insurance contracts or carrying out other services related to insurance business including damage assessment on behalf of other insurance companies (including foreign insurers), small amount and short term insurer, or ship-owners mutual insurance associations, which is deemed reasonable to be carried out by an insurance company from the viewpoint of improving convenience of policyholders, etc.;
三　銀行代理業等（銀行法（昭和五十六年法律第五十九号）第二条第十四項に規定する銀行代理業、長期信用銀行法第十六条の五第二項に規定する長期信用銀行代理業、信用金庫法（昭和二十六年法律第二百三十八号）第八十五条の二第二項に規定する

信用金庫代理業、労働金庫法（昭和二十八年法律第二百二十七号）第八十九条の三第二項に規定する労働金庫代理業、協同組合による金融事業に関する法律（昭和二十四年法律第百八十三号）第六条の三第二項に規定する信用協同組合代理業、農業協同組合法第九十二条の二第二項に規定する特定信用事業代理業、水産業協同組合法第百六条第二項に規定する特定信用事業代理業、農林中央金庫法（平成十三年法律第九十三号）第九十五条の二第二項に規定する農林中央金庫代理業及び預金等媒介業務（金融サービスの提供に関する法律（平成十二年法律第百一号）第十一条第二項に規定する預金等媒介業務をいう。第二百三十四条及び第二百三十四条の二十七第二項において同じ。）をいう。第百四十一条第三号及び第二百三十四条第一項第十八号において同じ。）

(iii) the bank agency service, etc. (meaning the bank agency service provided in Article 2, paragraph (14) of the Banking Act (Act No. 59 of 1981); the long term credit bank agency service provided in Article 16-5, paragraph (2) of the Long Term Credit Bank Act; the Shinkin bank agency service provided in Article 85-2, paragraph (2) of the Shinkin Bank Act (Act No. 238 of 1951); the labor bank agency service provided in Article 89-3, paragraph (2) of the Labor Bank Act (Act No. 227 of 1953); the credit cooperative agency service provided in Article 6-3, paragraph (2) of the Act on Financial Businesses by Cooperative (Act No. 183 of 1949); the specific credit business agency service provided in Article 92-2, paragraph (2) of the Agricultural Cooperatives Act; the specific credit business agency service provided in Article 106, paragraph (2) of the Fishery Cooperatives Act; the Norinchukin bank agency service provided in Article 95-2, paragraph (2) of the Norinchukin Bank Act (Act No. 93 of 2001); and the deposit, etc. intermediary business operations (meaning the deposit, etc. intermediary business operations provided in Article 11, paragraph (2) of the Act on Provision of Financial Services (Act No. 101 of 2000); the same applies in Article 234 and Article 234-27, paragraph (2)); the same applies in Article 141, item (iii) and Article 234, paragraph (1), item (xviii));

三の二　資金移動業者（資金決済に関する法律（平成二十一年法律第五十九号）第二条第三項（定義）に規定する資金移動業者をいう。第五十六条の二第二項第三十四号の二の二において同じ。）が営む資金移動業（同法第二条第二項に規定する資金移動業をいう。同号において同じ。）の代理又は当該資金移動業に係る事務の代行

(iii)-2 acting as an agent for the funds transfer service (meaning the funds transfer service provided in Article 2 (Definitions), paragraph (2) of the Act on Financial Settlement (Act No. 59 of 2009); the same applies in Article 56-2, paragraph (2), item (xxxiv)-2-2) conducted by the funds transfer service provider (meaning the funds transfer service provider provided in Article 2, paragraph (3) of the same Act; the same applies in Article 56-2, paragraph (2), item (xxxiv)-2-2) or business handling service related to the funds transfer service;

四　他の保険会社（外国保険業者を含む。）その他金融業を行う者の資金の貸付けの代理又は資金の貸付けに係る事務の代行（第三号に該当するものを除く。）

(iv) acting as an agent for the loan of funds or providing business handling services concerning the loan of funds, on behalf of other insurance companies (including foreign insurers) or other persons engaged in financial business (excluding services falling under item (iii));

五　現金自動支払機又は現金自動預入払出兼用機による銀行等（法第二百七十五条第一項第一号に規定する銀行等をいう。第五十三条の三の三、第五十六条第六項第八号及び第九号並びに第七項第一号、第百四十一条第五号、第二百十条の七第五項第二号及び第六項第一号、第三編第一章、第二百三十四条並びに第二百三十四条の二十七第一項第二号において同じ。）の預金又は資金の貸付けの業務に係る金銭の受入れ又は払出しに関する事務の代行（第三号に該当するものを除く。）

(v) business handling services concerning the depositing or withdrawal of money related to the deposit or loan business to be conducted by a bank, etc. (meaning a bank, etc. provided in Article 275, paragraph (1), item (i) of the Act; the same applies in Article 53-3-3, Article 56, paragraph (6), items (viii) and (ix) and paragraph (7), item (i), Article 141, item (v), Article 210-7, paragraph (5), item (ii) and paragraph (6), item (i), Part III, Chapter I, Article 234, and Article 234-27, paragraph (1), item (ii)) by the use of cash dispensers or automated teller machines (excluding services falling under item (iii));

六　金融商品取引業者等（金融商品取引法第三十四条（特定投資家への告知義務）に規定する金融商品取引業者等をいう。第五十二条の二十一第一項第三号及び第百四十一条第六号において同じ。）の投資顧問契約（同法第二条第八項第十一号（定義）に規定する投資顧問契約をいう。第百四十一条第六号において同じ。）若しくは投資一任契約（同項第十二号ロに規定する投資一任契約をいう。第五十六条の二第二項第二十六号及び第百四十一条第六号において同じ。）の締結の代理又はこれらの契約に係る事務の代行

(vi) acting as an agent for the conclusion of investment advisory contracts (meaning investment advisory contracts provided in Article 2, paragraph (8), item (xi) (Definitions) of the Financial Instruments and Exchange Act; the same applies in Article 141, item (vi)) or discretionary investment contracts (meaning discretionary investment contracts provided in item (xii), (b) of the same paragraph; the same applies in Article 56-2, paragraph (2), item (xxvi) and Article 141, item (vi)) on behalf of a financial instruments business operator, etc. (meaning a financial instruments business operator, etc. provided in Article 34 (Obligation of Notification to Professional Investors) of the Financial Instruments and Exchange Act; the same applies in Article 52-21, paragraph (1), item (iii) and Article 141, item (vi)); or business handling service related to the contracts;

七　信託会社等、外国信託会社（信託業法第二条第六項（定義）に規定する外国信託

会社をいう。以下同じ。）若しくは保険金信託業務（法第九十九条第三項に規定する保険金信託業務をいう。以下同じ。）を行う生命保険会社等（令第十三条の三に規定する保険金信託業務を行う生命保険会社等をいう。以下同じ。）の次に掲げる業務の代理又はこれらの業務に係る事務の代行（法第九十九条第一項に規定する業務に該当するものを除く。）

(vii) acting as an agent for the following businesses on behalf of a trust company, etc., foreign trust company (meaning a foreign trust company provided in Article 2, paragraph (6) (Definitions) of the Trust Business Act; the same applies below), or life insurance company, etc. carrying out insurance proceeds trust business (such insurance proceeds trust business means that which is provided in Article 99, paragraph (3) of the Act; and such life insurance company, etc. carrying out insurance proceeds trust business means that which is provided in Article 13-3 of the Cabinet Order; the same applies below), or business handling service for those businesses (excluding businesses falling under those provided in Article 99, paragraph (1) of the Act):

イ　信託契約（金融機関の信託業務の兼営等に関する法律施行令（平成五年政令第三十一号）第三条第一号（金融機関が営むことができない業務）及び金融機関の信託業務の兼営等に関する法律施行規則（昭和五十七年大蔵省令第十六号）第三条第一項第一号（金融機関が営むことができない業務）に規定する信託に係る信託契約を除く。第百四十一条第七号イにおいて同じ。）の締結

(a) the conclusion of trust contracts (excluding trust agreements related to trusts provided in Article 3, item (i) (Businesses That Financial Institutions Cannot Conduct) of the Order for Enforcement of the Act on Engagement in Trust Business by Financial Institutions (Cabinet Order No. 31 of 1993) and in Article 3, paragraph (1), item (i) (Businesses That Financial Institutions Cannot Conduct) of the Regulations for Enforcement of the Act on Engagement in Trust Business by Financial Institutions (Ministry of Finance Order No. 16 of 1982); the same applies in Article 141, item (vii), (a)); and

ロ　金融機関の信託業務の兼営等に関する法律第一条第一項各号（兼営の認可）に掲げる業務（金融機関の信託業務の兼営等に関する法律施行令第三条各号に掲げる業務を除く。第百四十一条第七号ロにおいて同じ。）を受託する契約の締結

(b) the conclusion of contracts to accept the entrustment of businesses stated in the items of Article 1, paragraph (1) (Authorization for Engagement in Trust Business by Financial Institutions) of the Act on Engagement in Trust Business by Financial Institutions (excluding businesses stated in the items of Article 3 of the Order for Enforcement of the Act on Engagement in Trust Business by Financial Institutions; the same applies in Article 141, item (vii), (b)).

（業務の代理又は事務の代行の認可の申請等）

(Application for Authorization of Business Agency or Business Handling Services)

第五十一条の二　保険会社は、法第九十八条第二項の規定による認可を受けようとするときは、認可申請書に次に掲げる書類を添付して金融庁長官に提出しなければならない。

Article 51-2 (1) If an insurance company seeks to obtain approval under Article 98, paragraph (2) of the Act, it must submit to the Commissioner of the Financial Services Agency a written application for approval, attaching the following documents:

一　理由書

(i) a written statement of reasons;

二　法第九十八条第一項第一号に規定する業務の代理又は事務の代行（次項及び第百四十一条の二において「業務代理等」という。）に係る業務又は事務の内容を記載した書面

(ii) a document stating the details of the business or the services for which the insurance company provides business agency or business handling services as provided in Article 98, paragraph (1), item (i) of the Act (referred to as "agency business, etc." in the following paragraph and Article 141-2); and

三　その他参考となるべき事項を記載した書面

(iii) a document containing any other matters which would serve as reference information.

２　金融庁長官は、前項の規定による認可の申請があったときは、次に掲げる基準に適合するかどうかを審査するものとする。

(2) When an application for the authorization under the preceding paragraph is filed, the Commissioner of the Financial Services Agency is to examine whether the application conforms the following standards:

一　業務代理等に関する十分な知識及び経験を有する役員又は使用人の確保の状況、当該業務代理等の運営に係る体制等に照らし、当該認可の申請をした保険会社が当該業務代理等を的確、公正かつ効率的に遂行することができると認められること。

(i) that, judging from the status of maintenance of officers or employees having sufficient knowledge and experience concerning the agency business, etc., as well as the system for operating the agency business, etc., the insurance company that has made the application for the authorization is found to be able to perform the agency business, etc. in an accurate, fair and efficient manner;

二　他の保険会社（外国保険業者を含む。以下この条において同じ。）の業務代理等を行う場合には、当該業務代理等が保険会社相互の公正かつ自由な競争を阻害するおそれのないものであること。

(ii) that, when the insurance company conducts the agency business, etc. on behalf of other insurance companies (including foreign insurers; the same applies below in this Article), the agency business, etc. poses no risk of impeding fair and free competitions among insurance companies; and

三　他の保険会社、少額短期保険業者又は船主相互保険組合の業務代理等を行う場合には、当該他の保険会社、少額短期保険業者又は船主相互保険組合の業務の的確、公正かつ効率的な遂行に支障を及ぼすおそれのないものであること。

(iii) that, when the insurance company conducts the agency business, etc. on behalf of other insurance companies, small amount and short term insurer or ship-owners mutual insurance associations, the agency business, etc. poses no risk of impeding accurate, fair and effective performance of the businesses of those other insurance companies, small amount and short term insurer or ship-owners mutual insurance associations.

（保険会社と密接な関係を有する者）

(Person Closely Related to Insurance Company)

第五十一条の三　法第九十八条第二項ただし書に規定する内閣府令で定める密接な関係を有する者は、次に掲げる者とする。

Article 51-3 The person to be specified by Cabinet Office Order as being closely related to the insurance company, as referred to in the proviso to Article 98, paragraph (2) of the Act, is as follows:

一　当該保険会社の子法人等（当該保険会社の子会社を除く。）

(i) the insurance company's subsidiary corporation, etc. (excluding the insurance company's Subsidiary);

二　当該保険会社の保険主要株主（保険会社の総株主の議決権の百分の五十を超える議決権の保有者（法第二条の二第一項の規定により保険会社の議決権の保有者とみなされる者を含む。）に限る。）

(ii) the insurance company's major shareholders (limited to holders of the voting rights who hold the voting rights related to the insurance company that amount to over 50 percent of all shareholders' voting rights in the insurance company (including a person deemed to be a holder of the voting rights in the insurance company pursuant to the provisions of Article 2-2, paragraph (1) of the Act));

三　当該保険会社を子法人等とする親法人等（令第十三条の五の二第三項に規定する親法人等をいう。以下同じ。）である保険会社及び外国保険会社等（前号に掲げる者を除く。）

(iii) an insurance company or a foreign insurance company, etc. that is a parent corporation, etc. (meaning the parent corporation as prescribed in Article 13-5-2, paragraph (3) of the Cabinet Order; the same applies below) which has the insurance company as its subsidiary corporation, etc. (excluding those stated in the preceding item);

四　当該保険会社を子会社とする保険持株会社（外国の法令に準拠して設立された持株会社を含む。）の子法人等（当該保険会社、当該保険会社の子会社並びに第一号

及び第二号に掲げる者を除く。）
(iv) a subsidiary corporation, etc. (excluding the insurance company, the insurance company's subsidiary company and the persons stated in item (i) and item (ii)) of an insurance holding company (including a holding company incorporated in accordance with the laws and regulations of the foreign state) which has the insurance company as its subsidiary company; or
五　当該保険会社を子法人等とする親法人等の子法人等である保険会社、外国保険会社等及び少額短期保険業者（当該保険会社、当該保険会社の子会社及び前各号に掲げる者を除く。）
(v) an insurance company, foreign insurance company, etc. and small amount and short term insurer (excluding the insurance company, the insurance company's subsidiary company and the persons stated in the preceding items) which is a subsidiary corporation, etc. of a parent corporation, etc. which has the insurance company as its subsidiary corporation, etc.

（金銭債権の証書の範囲）
(Scope of Certificates Representing Monetary Claims)
第五十二条　法第九十八条第一項第四号に規定する内閣府令で定める証書は、次に掲げる証書とする。
Article 52 The certificates to be specified by Cabinet Office Order, as provided in Article 98, paragraph (1), item (iv) of the Act are as follows:
一　譲渡性預金（払戻しについて期限の定めがある預金で、譲渡禁止の特約のないものをいう。）の預金証書
(i) certificates of negotiable deposits (meaning deposits for which a due date for withdrawal is provided and which is free from any special provisions on non-negotiability);
二　コマーシャル・ペーパー
(ii) commercial paper;
三　住宅抵当証書
(iii) housing mortgage certificate;
四　貸付債権信託の受益権証書
(iv) certificates of beneficial interest in a loan credit trust;
四の二　抵当証券法（昭和六年法律第十五号）第一条第一項に規定する抵当証券
(iv)-2 Mortgage Securities provided in Article 1, paragraph (1) of the Mortgage Securities Act (Act No. 15 of 1931);
五　商品投資に係る事業の規制に関する法律（平成三年法律第六十六号）第二条第六項（定義）に規定する商品投資受益権の受益権証書
(v) certificates of beneficial interest in commodities investment as provided in Article 2, paragraph (6) (Definitions) of the Act on Regulation of Commodity Investment (Act No. 66 of 1991);
六　外国の法人の発行する証券又は証書で銀行業（銀行法第二条第二項（定義等）に

規定する銀行業をいう。以下同じ。）を営む者その他の金銭の貸付けを業として行う者の貸付債権を信託する信託の受益権又はこれに類する権利を表示するもの

(vi) securities or certificates issued by a foreign corporation that indicate beneficial interest in a trust created on a loan credit of an operator of the banking business (meaning the banking business provided in Article 2, paragraph (2) (Definitions, etc.) of the Banking Act; the same applies below) or other person engaged in the loan of money in the course of trade, or other similar rights; or

七　法第九十八条第一項第六号又は第八号に規定する取引に係る権利を表示する証券又は証書

(vii) securities or certificates that indicate the rights related to transactions provided in Article 98, paragraph (1), item (vi) or (viii) of the Act.

（特定社債に準ずる有価証券）

(Securities Equivalent to Specified Company Bonds)

第五十二条の二　法第九十八条第一項第四号の二に規定する内閣府令で定めるものは、金融商品取引法施行令（昭和四十年政令第三百二十一号）第十五条の十七第一項第二号又は同条第三項に規定する有価証券（同項に規定する有価証券にあっては、金融商品取引法第二条第一項第四号又は第五号に掲げるものの性質を有するものに限る。）であって、金融商品取引業等に関する内閣府令（平成十九年内閣府令第五十二号）第四十条第一号に規定する譲渡資産が、金銭債権（法第九十八条第一項第四号の二に規定する金銭債権をいう。以下この条において同じ。）又は金銭債権を信託する信託の受益権であるものとする。

Article 52-2 The securities to be specified by Cabinet Office Order, as provided in Article 98, paragraph (1), item (iv)-2 of the Act are securities provided in Article 15-17, paragraph (1), item (ii) of the Order for Enforcement of the Financial Instruments and Exchange Act (Cabinet Order No. 321 of 1965) or in paragraph (3) of the same Article (for securities provided in the same paragraph, limited to those securities that have the nature of those stated in Article 2, paragraph (1), item (iv) or (v) of the Financial Instruments and Exchange Act), for which the assigned assets provided in Article 40, item (i) of the Cabinet Office Order on Financial Instruments Business, etc. (Cabinet Office Order No. 52 of 2007) are monetary claims (meaning the monetary claim as provided in Article 98, paragraph (1), item (iv)-2 of the Act; the same applies below in this Article) or beneficial interest in a trust created on monetary claims.

（デリバティブ取引）

(Derivatives Transactions)

第五十二条の二の二　法第九十八条第一項第六号及び第七号に規定する内閣府令で定めるものは、金融商品取引法第二条第二十項に規定するデリバティブ取引のうち、次に

掲げる取引以外の取引とする。
Article 52-2-2 The derivatives transactions to be specified by Cabinet Office Order, as provided in Article 98, paragraph (1), items (vi) and (vii) of the Act are derivatives transactions provided in Article 2, paragraph (20) of the Financial Instruments and Exchange Act, excluding the following transactions:
一　資産の運用のために行う取引
(i) transactions for asset investment;
二　有価証券関連デリバティブ取引
(ii) securities-related derivatives transactions; and
三　暗号等資産又は暗号等資産関連金融指標に係る取引
(iii) transactions relating to crypto- and other assets or cryptoasset-related financial indexes.

（金融等デリバティブ取引）
(Financial Derivatives Transactions)
第五十二条の三　法第九十八条第一項第八号に規定する類似する取引であって内閣府令で定めるものは、次に掲げるものとする。
Article 52-3 (1) The equivalent transactions to be specified by Cabinet Office Order, as provided in Article 98, paragraph (1), item (viii) of the Act are as follows:
一　当事者が数量を定めた商品について当該当事者間で取り決めた商品相場に基づき金銭の支払を相互に約する取引その他これに類似する取引（次に掲げる取引に限る。以下「商品デリバティブ取引」という。）
(i) transactions wherein the parties mutually agree to pay money for a certain quantity of commodities specified by those parties, based on the commodity prices agreed to by the parties, or any other similar transactions (limited to the following transactions; referred to below as "commodity derivatives transactions"):
イ　差金の授受によって決済される取引
(a) transactions settled by way of delivery and receipt of the difference;
ロ　商品及びその対価の授受を約する売買取引であって、次に掲げる要件のすべてを満たすもの
(b) sale and purchase transactions wherein the parties thereto undertake to give or receive commodities and the consideration therefor, which satisfy all the following requirements:
（１）　当該売買取引に係る商品を決済の終了後に保有することとならないこと。
1. that the commodities related to the sale and purchase transactions are not in possession of any of the parties after the settlement is completed; and
（２）　当該売買取引に係る商品の保管又は運搬に伴い発生しうる危険を負担しないこと。

2. that the parties bear no risks that may arise in the process of custody or transportation of the commodities in relation to the sale and purchase transactions;

二　当事者が数量を定めた算定割当量（地球温暖化対策の推進に関する法律（平成十年法律第百十七号）第二条第七項（定義）に規定する算定割当量その他これに類似するものをいう。以下同じ。）について当該当事者間で取り決めた算定割当量の相場に基づき金銭の支払を相互に約する取引その他これに類似する取引（次に掲げる取引に限る。）

(ii) transactions wherein the parties mutually agree to pay money for a certain carbon dioxide equivalent quotas (meaning carbon dioxide equivalent quotas provided in Article 2, paragraph (7) (Definitions) of the Act on Promotion of Global Warming Countermeasures (Act No. 117 of 1998) or any other quotas similar thereto; the same applies below), the quantity of which are fixed by those parties, based on the quotation of the carbon dioxide equivalent quotas fixed by the parties, or other similar transactions similar thereto (limited to the following transactions):

イ　差金の授受によって決済される取引

(a) transactions settled by delivery or receipt of the difference;

ロ　算定割当量及びその対価の授受を約する売買取引であって、当該売買取引に係る算定割当量を決済の終了後に保有することとならないもの

(b) sale and purchase transactions wherein the parties thereto undertake to deliver or receive carbon dioxide equivalent quotas and the consideration therefor and the carbon dioxide equivalent quotas related to the sale and purchase transactions are not in the possession of any of the parties after completion of the settlement; or

三　当事者の一方の意思表示により当事者間において前二号に掲げる取引を成立させることができる権利を相手方が当事者の一方に付与し、当事者の一方がこれに対して対価を支払うことを約する取引その他これに類似する取引

(iii) transactions wherein the parties thereto undertake that one of the parties thereto grants the other party the right to effect a transaction stated in the preceding two items between the parties only by a unilateral manifestation of the other party's intention and that the other party pays the consideration for the right, or other similar transactions.

２　法第九十八条第一項第八号に規定する保険会社の経営の健全性を損なうおそれがないと認められる取引として内閣府令で定めるものは、前項各号に掲げるものとする。

(2) The transactions specified by Cabinet Office Order as those which are found unlikely to damage the soundness of management of an insurance company, as provided in Article 98, paragraph (1), item (viii) of the Act are those stated in the items of the preceding paragraph.

３　法第九十八条第一項第九号に規定する内閣府令で定めるものは、上場商品構成物品等（商品先物取引法（昭和二十五年法律第二百三十九号）第十五条第一項第一号（許

可の基準及び意見の聴取）に規定する上場商品構成物品等をいう。）について商品市場（同法第二条第九項（定義）に規定する商品市場をいう。）における相場を利用して行う同法第二条第十四項第一号から第三号　まで及び第四号（ニを除く。）に掲げる取引の媒介、取次ぎ又は代理とする。

(3) The business to be specified by Cabinet Office Order, as provided in Article 98, paragraph (1), item (ix) of the Act is intermediary, brokerage or agency service for the transactions stated in Article 2, paragraph (14), items (i) through (iii) and item (iv) (excluding (d)) (Definitions) of the Commodity Futures Act (Act No. 239 of 1950), which are conducted using quotations on a commodity market (meaning the commodity market as provided in Article 2, paragraph (9) of that Act) regarding goods comprising the listed commodity, etc. (meaning the goods comprising the listed commodity, etc. as prescribed in Article 15, paragraph (1), item (i) (Criteria for Permission and Hearing of Opinions) of that Act).

（リース契約の要件）

(Requirements for Lease Contracts)

第五十二条の三の二　法第九十八条第一項第十二号イに規定する内閣府令で定めるものは、機械類その他の物件を使用させる契約のうち使用期間（同号イに規定する使用期間をいう。以下この項において同じ。）の中途において契約の解除をすることができない旨の定めがないものであって、相手方が、当該契約に係る使用期間の中途において当該契約に基づく義務に違反し、又は当該契約を解除する場合において、未経過期間に係る使用料のおおむね全部を支払うこととされているものとする。

Article 52-3-2 (1) The contract to be specified by Cabinet Office Order, as provided in Article 98, paragraph (1), item (xii), (a) of the Act is a contract for making machinery and other articles available for use in which the parties may not cancel the contract before the end of the period of use (meaning the period of use as prescribed in (a) of that item; the same applies below in this paragraph) and the other party to the contract is to pay almost all of the payment for the unpaid period of use in the case of breach of the obligations based on the contract or cancellation of the contract before the end of the period of use under the contract.

２　法第九十八条第一項第十二号ロに規定する内閣府令で定める費用は、利子及び手数料の額とする。

(2) The costs to be specified by Cabinet Office Order, as provided in Article 98, paragraph (1), item (xii), (b) of the Act are the amount of interests and fees.

（地域の活性化等に資する業務）

(Businesses Contributing to Regional Revitalization)

第五十二条の三の三　法第九十八条第一項第十五号に規定する内閣府令で定めるものは、次に掲げる業務（当該保険会社の保有する人材、情報通信技術、設備その他の当該保険会社の行う保険業に係る経営資源に加えて、当該業務の遂行のために新たに経営資

源を取得する場合にあっては、需要の状況によりその相当部分が活用されないときにおいても、当該保険会社の業務の健全かつ適切な遂行に支障を及ぼすおそれがないものに限る。）とする。

Article 52-3-3 The businesses to be specified by Cabinet Office Order, as provided in Article 98, paragraph (1), item (xv) of the Act, are the following businesses (in the case of newly acquiring management resources for performing operations to execute the businesses in addition to the human resources, information and communications technology, equipment and any other management resources retained by the insurance company relating to the insurance business conducted by the insurance company, even if most of the parts are not used due to demand status, limited to businesses that are not likely to hinder the sound and appropriate performance of the operations of the insurance company):

一　他の事業者等（法人その他の団体及び事業を行う個人（当該事業の利益のためにする行為を行う場合における個人に限る。）をいう。以下同じ。）の経営に関する相談の実施、当該他の事業者等の業務に関連する事業者等又は顧客の紹介その他の必要な情報の提供及び助言並びにこれらに関連する事務の受託（以下「経営相談等業務」という。）

(i) consultation on management of other business operators, etc. (meaning a corporation, other organization, and an individual carrying out a business (limited to an individual in the case of performing an act for the interest of the business); the same applies below), introduction of business operators, etc. or customers related to operations of the other business operator, etc., provision of other necessary information, advice, and acceptance of entrusted affairs related to these (referred to below as a "business consultation service");

二　高度の専門的な能力を有する人材その他の当該保険会社の利用者である事業者等の経営の改善に寄与する人材に係る労働者派遣事業の適正な運営の確保及び派遣労働者の保護等に関する法律（昭和六十年法律第八十八号）第二条第三号（用語の意義）に規定する労働者派遣事業（経営相談等業務その他の当該保険会社の行う業務に関連して行うものであって、その事業の派遣労働者（同条第二号に規定する派遣労働者をいい、業として行われる同条第一号に規定する労働者派遣の対象となるものに限る。第五十七条の三第一項第三号において同じ。）が常時雇用される労働者でないものに限る。）

(ii) worker dispatching services prescribed in Article 2, item (iii) (Definitions) of the Act on Ensuring the Proper Operation of Worker Dispatching Services and Protecting Dispatched Workers (Act No. 88 of 1985) related to a professional with highly-skilled capabilities and other professionals contributing to improving the management of business operators, etc. who are users of the insurance company (limited to the worker dispatching services implemented in relation to conducting business consultation services and other operations conducted by the insurance company wherein dispatched workers subject to the worker dispatch (meaning dispatched workers prescribed in item (ii) of that Article and limited to those subject to the worker dispatch prescribed in item (i) of that Article implemented in the course of trade; the same applies in Article 57-3, paragraph (1), item (iii)) are not regularly employed workers);

三　他の事業者等のために電子計算機を使用することにより機能するシステムの設計、開発若しくは保守（当該保険会社が単独で若しくは他の事業者等と共同して設計し、若しくは開発したシステム又はこれに準ずるものに係るものに限る。）又はプログラムの設計、作成、販売（プログラムの販売に伴い必要となる附属機器の販売を含む。）若しくは保守（当該保険会社が単独で若しくは他の事業者等と共同して設計し、若しくは作成したプログラム又はこれに準ずるものに係るものに限る。）を行う業務

(iii) system design, development, or maintenance (limited to these businesses relating to a system that is designed or developed solely by the insurance company or jointly with other business operators, etc., or an equivalent system), or program design, creation, sale (including the sale of peripheral equipment that is necessary in association with the sale of the program), or maintenance (limited to these businesses relating to a program that is designed or created solely by the insurance company or jointly with other business operators, etc., or an equivalent program) that function by using a computer for other business operators, etc.;

四　他の事業者等の業務に関する広告、宣伝、調査、情報の分析又は情報の提供を行う業務

(iv) advertising, publicizing, investigating, analyzing information, or providing information related to the businesses of other business operators, etc.;

五　当該保険会社の利用者について定期的に又は随時通報を受けて巡回訪問を行う業務

(v) visiting users of the insurance company regularly or in response to a notification.

（有価証券関連業に付随する業務）

(Business Incidental to Securities-Related Business)

第五十二条の四　法第九十九条第一項に規定する内閣府令で定めるものは、次に掲げる業務とする。

Article 52-4 The business to be specified by Cabinet Office Order, as provided in Article 99, paragraph (1) of the Act is as follows:

一　投資信託及び投資法人に関する法律に規定する投資信託若しくは外国投資信託の受益証券（以下「受益証券」という。）又は同法に規定する投資証券、新投資口予約権証券若しくは外国投資証券（以下「投資証券」という。）の保護預り

(i) taking safe custody of beneficiary securities of investment trusts or foreign investment trusts provided in the Act on Investment Trust and Investment Corporations (referred to below as "beneficiary securities") or investment securities, investment equity subscription right certificates or foreign investment securities provided in that Act (referred to below as "investment securities");

二　受益証券に係る収益金、償還金又は解約金の支払に係る業務の代理

(ii) acting as an agent for the business related to the payment of profits, redemption, or surrender benefit related to beneficiary securities;

三　投資証券に係る金銭の分配、払戻金又は残余財産の分配に係る業務の代理

(iii) acting as an agent for the business related to distribution of money, refund or residual assets related to investment securities;

四　投資証券の名義書換えに係る顧客の代理

(iv) acting as an agent for customers in connection with registration of transfers of investment securities;

五　金融商品取引法第三十五条第一項第七号に規定する累積投資契約のうち、受益証券又は投資証券に係るものの締結

(v) the conclusion of a contract for cumulative investment provided in Article 35, paragraph (1), item (vii) of the Financial Instruments and Exchange Act, which relates to beneficiary securities or investment securities; and

六　社債、株式等の振替に関する法律（平成十三年法律第七十五号）第二条第四項の口座管理機関として行う振替業

(vi) book-transfer services carried out as an account manager referred to in Article 2, paragraph (4) of the Act on Transfer of Corporate Bonds, Shares, etc. (Act No. 75 of 2001).

（算定割当量の取得等）

(Acquisition of Carbon Dioxide Equivalent Quotas)

第五十二条の四の二　法第九十九条第二項第四号に規定する内閣府令で定めるものは、算定割当量を取得し、若しくは譲渡することを内容とする契約の締結又はその媒介、取次ぎ若しくは代理を行う業務とする。

Article 52-4-2 The business to be specified by Cabinet Office Order, as provided in Article 99, paragraph (2), item (iv) of the Act, is services of conclusion of a contract on acquisition or transfer of carbon dioxide equivalent quotas or intermediary, brokerage, or agency service therefor.

（有価証券関連業の認可の申請等）

(Application for Authorization of Conducting Securities-Related Business)

第五十二条の五　保険会社は、法第九十九条第四項の規定による認可を受けようとするときは、認可申請書に次に掲げる書類を添付して金融庁長官に提出しなければならない。

Article 52-5 (1) If an insurance company seeks to obtain an authorization under

Article 99, paragraph (4) of the Act, it must submit to the Commissioner of the Financial Services Agency a written application for approval, attaching the following documents:

一　理由書

(i) a written statement of reasons;

二　認可の申請に係る業務の内容及び方法に関する事項を記載した書類

(ii) a document stating the details and the method of the business for which the application for authorization is filed; and

三　その他参考となるべき事項を記載した書類

(iii) a document containing any other matters which would serve as reference information.

２　金融庁長官は、前項の規定による認可の申請があったときは、次に掲げる基準に適合するかどうかを審査するものとする。

(2) When an application for the approval under the preceding paragraph has been made, the Commissioner of the Financial Services Agency is to examine whether the application conforms the following standards:

一　当該認可の申請をした保険会社（以下この項において「申請保険会社」という。）による当該認可の申請に係る業務（以下この項において「申請業務」という。）の遂行が申請保険会社による法第九十七条第一項及び第二項の規定による業務の遂行を妨げるおそれのないものであること。

(i) that the performance of the business related to the application for authorization (referred to below as the "business related to application" in this paragraph) by the insurance company that has made the application for approval (referred to below as the "applicant insurance company" in this paragraph) poses no risk of impeding the performance of its business under Article 97, paragraph (1) or (2) of the Act;

二　申請保険会社が申請業務を健全かつ適切に遂行するに足りる財産的基礎を有すること。

(ii) that the applicant insurance company holds a financial basis sufficient for performing the business related to application in a sound and appropriate manner;

三　申請保険会社の認可申請時における業務運営及び法令遵守の状況等に照らし、経営管理に係る体制に問題が認められないこと。

(iii) that, judging from the status of the applicant insurance company's business operation and compliance with laws as of the time of the filing of the application for authorization and any other factors, the applicant insurance company has no problem concerning its business management system; and

四　申請保険会社がその人的構成等に照らし、申請業務を的確、公正かつ効率的に遂行することができること。

(iv) that, judgment from its personnel structure and other factors, the applicant insurance company is deemed capable of performing the business related to application in a proper, fair and effective manner.

（債券の募集又は管理の受託等の認可の申請等）

(Application for Authorization of Accepting Entrustment of Public Offering or Management of Bonds)

第五十二条の六　保険会社が法第九十九条第五項の規定による認可を受けようとするときは、認可申請書に理由書その他参考となるべき事項を記載した書類を添付して金融庁長官に提出しなければならない。

Article 52-6 (1) If an insurance company seeks to obtain an authorization under Article 99, paragraph (5) of the Act, it must submit to the Commissioner of the Financial Services Agency a written application for authorization, attaching a written statement of reasons and a document containing any other matters which would serve as reference information.

２　金融庁長官は、前項の規定による認可の申請があったときは、次に掲げる基準に適合するかどうかを審査するものとする。

(2) When an application for the authorization under the preceding paragraph is filed, the Commissioner of the Financial Services Agency is to examine whether the application conforms to the following standards:

一　当該認可の申請をした保険会社（以下この項において「申請保険会社」という。）による当該認可に係る業務（以下この項において「申請業務」という。）の遂行が申請保険会社による法第九十七条第一項及び第二項の規定による業務の遂行を妨げるおそれのないものであること。

(i) that the performance of the business related to the application for authorization (referred to below as the "business related to application" in this paragraph) by the insurance company that has made the application for authorization (referred to below as the "applicant insurance company" in this paragraph) poses no risk of impeding the performance of its business under Article 97, paragraph (1) or (2) of the Act;

二　申請保険会社が申請業務を健全かつ適切に遂行するに足りる財産的基礎を有すること。

(ii) that the applicant insurance company has a financial basis sufficient for the performance of the business related to application in a sound and appropriate manner;

三　申請保険会社の認可申請時における業務運営及び法令遵守の状況等に照らし、経営管理に係る体制に問題が認められないこと。

(iii) that, judging from the status of the applicant insurance company's business operation and compliance with laws as of the time of filing the application for authorization, the applicant insurance company has no problem concerning its business management system; and

四　申請保険会社がその人的構成等に照らし、申請業務を的確、公正かつ効率的に遂

行することができること。

(iv) that, judging from its personnel structure or any other factors, the applicant insurance company is deemed capable of performing the business related to application properly, fairly and effectively.

（営業保証金の供託の届出等）

(Notification of Deposit for Operation)

第五十二条の七　法第九十九条第八項（法第百九十九条（法第二百四十条第一項の規定により適用する場合を含む。以下同じ。）において準用する場合を含む。以下同じ。）において準用する信託業法第十一条第一項、第四項又は第八項の規定により供託をした者は、別紙様式第八号により作成した供託届出書に、当該供託に係る供託書正本を添付して金融庁長官に提出しなければならない。

Article 52-7 (1) A person who has completed making a deposit pursuant to the provisions of Article 11, paragraph (1), (4) or (8) of the Trust Business Act, as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act (including the cases where applied mutatis mutandis pursuant to Article 199 of the Act (including as applied mutatis mutandis pursuant to Article 240, paragraph (1) of the Act; the same applies below)), must submit to the Commissioner of the Financial Services Agency a written notification of deposit prepared in accordance with Appended Form No. 8, attaching the original of the certificate of deposit relevant to the deposit.

２　保険金信託業務を行う生命保険会社等が既に供託している供託物の差替えを行う場合は、差替えのために新たに供託をした後、その旨を差替え後の供託書正本を添付して金融庁長官に届け出なければならない。

(2) When a life insurance company, etc. carrying out insurance proceeds trust business intends to replace the items already deposited, it must, after having completed the new deposit of the replacement items, submit to the Commissioner of the Financial Services Agency a written notification stating to that effect, attaching the original of the certificate of deposit relevant to the replacement deposit.

３　金融庁長官は、前二項の供託書正本を受理したときは、保管証書をその供託者に交付しなければならない。

(3) When the Commissioner of the Financial Services Agency has received the original of the deposit certificate referred to in the preceding two paragraphs, the Commissioner of the Financial Services Agency must deliver a custody certificate to the depositor.

（営業保証金に代わる契約の締結の届出等）

(Notification of Conclusion of Contracts to Be Substituted for Deposit for Operation)

第五十二条の八　保険金信託業務を行う生命保険会社等は、法第九十九条第八項におい

て準用する信託業法第十一条第三項の契約を締結したとき（金融庁長官の承認を受けて当該契約の内容を変更したときを含む。）は、別紙様式第八号の二により作成した保証契約締結届出書に契約書の写しを添付して金融庁長官に届け出るとともに、契約書正本を提示しなければならない。

Article 52-8 (1) When any life insurance company, etc. carrying out insurance proceeds trust business has concluded a contract under Article 11, paragraph (3) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act (including cases where it has effected any amendment to the terms of the contracts upon the approval of the Commissioner of the Financial Services Agency), it must notify the Commissioner of the Financial Services Agency to that effect by submitting the written notification of the conclusion of a guarantee contract prepared in accordance with Appended Form No. 8-2, with the copy of the contract attached thereto, and must present the original of the contract.

２　保険金信託業務を行う生命保険会社等は、営業保証金に代わる契約の変更又は解除を行おうとする場合は、別紙様式第八号の三により作成した保証契約変更承認申請書又は別紙様式第八号の四により作成した保証契約解除承認申請書により、金融庁長官に承認を申請しなければならない。

(2) When a life insurance company, etc. carrying out insurance proceeds trust business intends to effect any amendment or the cancellation of the contract concluded in place of a deposit for operation, it must file an application for approval thereon with the Commissioner of the Financial Services Agency, by submitting a written application for approval of amendment of guarantee contract prepared in accordance with Appended Form No. 8-3 or a written application for approval of the cancellation of a guarantee contract prepared in accordance with Appended Form No. 8-4.

３　金融庁長官は、前項の規定による承認の申請があったときは、当該承認の申請をした保険金信託業務を行う生命保険会社等が営業保証金に代わる契約を変更し、又は解除することが受益者の保護に欠けるおそれがないものであるかどうかを審査するものとする。

(3) When the application for approval under the preceding paragraph is filed, the Commissioner of the Financial Services Agency is to examine whether it is unlikely that the protection of the investor would be prejudiced if the life insurance company, etc. carrying out insurance proceeds trust business which has filed the application for approval has effected any amendment or cancellation of the contract in replacement of the deposit for operation.

４　保険金信託業務を行う生命保険会社等は、金融庁長官の承認に基づき営業保証金に代わる契約の変更又は解除をしたときは、別紙様式第八号の五により作成した保証契約変更届出書に当該契約書の写しを添付し、又は別紙様式第八号の六により作成した保証契約解除届出書に契約を解除した事実を証する書面を添付して金融庁長官に届け出るとともに、契約の変更の場合には当該契約書正本を提示しなければならない。

(4) When a life insurance company, etc. carrying out insurance proceeds trust business has effected any amendment or cancellation of the contract to be substituted for deposit for operation with the approval granted by the Commissioner of the Financial Services Agency, it must notify the Commissioner of the Financial Services Agency to that effect by submitting a written notification of amendment to guarantee contract prepared in accordance with Appended Form No. 8-5 attaching the copy of the amended contract, or by submitting a written notification of the cancellation of a guarantee contract prepared in accordance with Appended Form No. 8-6 attaching a document certifying the fact of the cancellation of the contract; and in addition, in the case of effecting the amendment to the contract, the life insurance company, etc. carrying out insurance proceeds trust business must present the original of the amended contract.

（営業保証金に代わる契約の相手方）

(Counterparties to Contracts in Replacement of Deposit for Operation)

第五十二条の八の二　令第十三条の三に規定する内閣府令で定める金融機関は、次に掲げるものとする。

Article 52-8-2 The financial institutions to be specified by Cabinet Office Order, as provided in Article 13-3 of the Cabinet Order, are as follows:

一　生命保険会社（外国生命保険会社等及び法第二百十九条第四項の免許を受けた者の引受社員（同条第一項に規定する引受社員をいう。以下同じ。）を含む。）

(i) a life insurance company (including a foreign life insurance company, etc. and an underwriting member of a party licensed under Article 219, paragraph (4) of the Act (meaning the underwriting member as provided in paragraph (1) of the same Article; the same applies below));

二　損害保険会社（外国損害保険会社等及び法第二百十九条第五項の免許を受けた者の引受社員を含む。）

(ii) a non-life insurance company (including a foreign non-life insurance company, etc. and an underwriting member of a party licensed under Article 219, paragraph (5) of the Act);

三　長期信用銀行法第二条（定義）に規定する長期信用銀行（以下「長期信用銀行」という。）

(iii) the long term credit bank as provided in Article 2 (Definitions) of the Long Term Credit Bank Act (referred to below as the "long term credit bank");

四　協同組織金融機関の優先出資に関する法律（平成五年法律第四十四号）第二条第一項（定義）に規定する協同組織金融機関

(iv) a cooperative structured financial institution as provided in Article 2, paragraph (1) (Definitions) the Act on Preferred Equity Investment by Cooperative Structured Financial Institutions (Act No. 44 of 1993); and

五　株式会社商工組合中央金庫

(v) the Shoko Chukin Bank Limited.

（営業保証金の追加供託の起算日）

(Starting Day for Counting Time Limit for Additional Deposit for Operation)

第五十二条の九　法第九十九条第八項において準用する信託業法第十一条第八項に規定する内閣府令で定める日は、営業保証金の額が不足した理由につき、次の各号に掲げる場合の区分に応じ、当該各号に掲げる日とする。

Article 52-9 The day to be specified by Cabinet Office Order, as provided in Article 11, paragraph (8) of the Trust Business Act, as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act, is the day stated in the following items, in accordance with the grounds for the accrual of deficiency in the amount of the deposit for operation respectively stated in each items:

一　保険金信託業務を行う生命保険会社等が令第十三条の三第三号の承認（次号において「承認」という。）を受けて法第九十九条第八項において準用する信託業法第十一条第三項に規定する契約（以下この号及び次号において「契約」という。）の内容を変更したことにより、同条第十項に規定する供託した営業保証金の額（同条第三項に規定する契約金額を含む。）が令第十三条の二に定める額に不足した場合　当該契約の内容を変更した日

(i) if the life insurance company, etc. carrying out insurance proceeds trust business has effected any amendment to the terms of the contract provided in Article 11, paragraph (3) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act (referred to below as the "contract" in this and the following item) with an approval under Article 13-3, item (iii) of the Cabinet Order (referred to below as the "approval" in the following item), as a result of which the amount of deposit for operation deposited as provided in Article 11, paragraph (10) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act (including the contract amount provided in paragraph (3) of the same Article) falls short of the amount specified in Article 13-2 of the Cabinet Order: the day of the amendment to the contract term;

二　保険金信託業務を行う生命保険会社等が承認を受けて契約を解除した場合　当該契約を解除した日

(ii) if the life insurance company, etc. carrying out insurance proceeds trust business has cancelled the contract with the approval: the day of the cancellation of the contract;

三　令第十三条の四の権利の実行の手続が行われた場合　保険金信託業務を行う生命保険会社等が保険会社等営業保証金規則（平成十六年／内閣府／法務省／令第五号）第十一条第三項の支払委託書の写しの送付を受けた日

(iii) when the procedures for execution of the right as referred to in Article 13-4 of the Cabinet Order was implemented: the day when the life insurance company, etc. carrying out insurance proceeds trust business has received a copy of the payment entrustment document sent pursuant to the provisions of Article 11, paragraph (3) of the Regulations on Deposit for Operation of Insurance Companies, etc. (Cabinet Office Order and the Ministry of Justice Order No. 3 of 2004); or

四　令第十三条の四の権利の実行の手続を行うため金融庁長官が供託されている有価証券（社債、株式等の振替に関する法律第二百七十八条第一項に規定する振替債を含む。）の換価を行い、換価代金から換価の費用を控除した額を供託した場合　保険金信託業務を行う生命保険会社等が保険会社等営業保証金規則第十二条第四項の供託通知書の送付を受けた日

(iv) if, for implementing procedures for the execution of the rights as referred to in Article 13-4 of the Cabinet Order, the Commissioner of the Financial Services Agency has realized the deposited securities (including the book-entry transfer bond provided in Article 278, paragraph (1) of the Act on Transfer of Corporate Bonds, Shares, etc.), and the Commissioner has deposited the realized amount less the realization costs: the day on which the life insurance company, etc. carrying out insurance proceeds trust business has received a notice of deposit under Article 12, paragraph (4) of the Regulations on Deposit for Operation of Insurance Companies, etc.

（営業保証金に充てることができる有価証券の種類）

(Types of Securities Which May Deposited in Replacement of Deposit for Operation)

第五十二条の十　法第九十九条第八項において準用する信託業法第十一条第九項に規定する内閣府令で定める有価証券は、次に掲げるものとする。

Article 52-10 The securities to be specified by Cabinet Office Order, as provided in Article 11, paragraph (9) of the Trust Business Act, as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act, are as follows:

一　国債証券（その権利の帰属が社債、株式等の振替に関する法律の規定による振替口座簿の記載又は記録により定まるものとされるものを含む。次条第一項において同じ。）

(i) national government bond securities (including the national government bond securities, the attribution to which are determined in accordance with the statement or record contained in the book-entry transfer account book as referred to in the Act on Transfer of Corporate Bonds, Shares, etc.; the same applies below in this Article);

二　地方債証券

(ii) municipal bond securities;

三　政府保証債証券（政府が元本の償還及び利息の支払について保証している社債その他の債券をいう。次条第一項において同じ。）

(iii) government guaranteed bond certificates (meaning corporate bonds or any other bond certificates, for which the government guarantees redemption of principal and interest payments; the same applies in paragraph (1) of the following Article); and

四　社債券その他の債券（記名式のもの、短期社債等及び前三号に掲げるものを除く。）であって営業保証金に代えることにつき金融庁長官の承認を受けたもの

(iv) corporate bond certificates and any other bond certificates (excluding registered bond certificates, short-term corporate bonds, etc. and the bond certificates as stated in the preceding three items), which are approved by the Commissioner of the Financial Services Agency to be submitted instead of the deposit for operation.

（営業保証金に充てることができる有価証券の価額）

(Value of Securities Which May Be Substituted for Deposit for Operation)

第五十二条の十一　法第九十九条第八項において準用する信託業法第十一条第九項の規定により有価証券を営業保証金に充てる場合における当該有価証券の価額は、次の各号に掲げる有価証券の区分に従い当該各号に掲げる額とする。

Article 52-11 (1) The value of the securities when the securities are to be submitted instead of deposit for operation pursuant to the provisions of Article 11, paragraph (9) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act is the amount stated in the following items, in accordance with the categories of the securities respectively stated in those items:

一　国債証券　額面金額（その権利の帰属が社債、株式等の振替に関する法律の規定による振替口座簿の記載又は記録により定まるものとされるものにあっては、振替口座簿に記載又は記録された金額。以下この条において同じ。）

(i) national government bond securities: the par value (if the attribution of the right to the securities is to be determined in accordance with the statement or record contained in the book-entry transfer account book as referred to in the Act on Transfer of Corporate Bonds, Shares, etc., the amount stated or recorded in the book-entry transfer account book; the same applies below in this Article);

二　地方債証券　額面金額百円につき九十円として計算した額

(ii) municipal government bond securities: the amount calculated by discounting the par value of 100 yen to 90 yen;

三　政府保証債証券　額面金額百円につき九十五円として計算した額

(iii) government guaranteed bond certificates: the amount calculated by discounting the par value of 100 yen to 95 yen;

四　前条第四号に規定する社債券その他の債券　額面金額百円につき八十円として計算した額

(iv) the corporate bond certificates and any other bond certificates securities provided in item (iv) of the preceding Article: the amount calculated by discounting the par value of 100 yen to 80 yen.

２　割引の方法により発行した有価証券については、その発行価額に次の算式により算出した額を加えた額を額面金額とみなして、前項の規定を適用する。

(2) Regarding the securities issued by way of discounting, the issue value plus the amount calculated in accordance with the following formula is deemed to be the par value, and the provisions of the preceding paragraph apply.

（（額面金額－発行価額）／発行の日から償還の日までの年数）×発行の日から供託の日までの年数

((par value - issue value) ÷ the number of years falling on the period from the issue date to the maturity date) × the number of years falling on the period from the issue date to the deposit date

３　前項の算式による計算において、発行の日から償還の日までの年数及び発行の日から供託の日までの年数について生じた一年未満の端数並びに額面金額と発行価額との差額を発行の日から償還の日までの年数で除した金額について生じた一円未満の端数は、切り捨てる。

(3) For the purpose of calculation in accordance with the formula referred to in the preceding paragraph, if any fraction of less than one year arises regarding the number of years from the issue date and the maturity date and the number of years falling on the period from the issue date to the deposit date, or if any fraction of less than one yen arises regarding the amount obtained by dividing the difference between par value and issue value by the number of years falling on the period from the issue date to the maturity date, the fraction is truncated.

（保険金信託業務の委託の適用除外）

(Exclusion from Application of Entrustment of Insurance Proceeds Trust Business)

第五十二条の十二　法第九十九条第八項において準用する信託業法第二十二条第三項第三号に規定する内閣府令で定めるものは、次に掲げるものとする。

Article 52-12 The business and acts to be specified by Cabinet Office Order, as provided in Article 22, paragraph (3), item (iii) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are as follows:

一　信託行為に保険金信託業務を行う生命保険会社等が委託者又は受益者（これらの者から指図の権限の委託を受けた者を含む。）のみの指図により信託財産の処分その他の信託の目的の達成のために必要な行為に係る業務を行う旨の定めがある場合における当該業務

(i) when the act of trust provides that the life insurance company, etc. carrying out insurance proceeds trust business, only upon the instruction from the settlors or beneficiaries (including any person delegated by the settlors or beneficiaries the authority to give instruction), conducts the business of disposition of the trust property or other acts as may be necessary for achieving the purpose of the trust, that business;

二　信託行為に信託業務の委託先が保険金信託業務を行う生命保険会社等（保険金信託業務を行う生命保険会社等から指図の権限の委託を受けた者を含む。）のみの指図により委託された信託財産の処分その他の信託の目的の達成のために必要な行為に係る業務を行う旨の定めがある場合における当該業務

(ii) when the act of trust provides that the party entrusted with trust business, only upon the instructions from the life insurance company, etc. carrying out insurance proceeds trust business (including any person delegated by the life insurance company, etc. carrying out insurance proceeds trust business the authority to give instructions), conducts the business of the disposition of the trust property entrusted or other acts as may be necessary for achieving the purpose of the trust, that business; and

三　保険金信託業務を行う生命保険会社等が行う業務の遂行にとって補助的な機能を有する行為

(iii) acts that have auxiliary functions for the performance of the business conducted by the life insurance company, etc. carrying out insurance proceeds trust business.

（保険金信託業務を行う生命保険会社等と密接な関係を有する者）

(Parties Closely Related to Life Insurance Company Carrying Out Insurance Proceeds Trust Business)

第五十二条の十二の二　令第十三条の五の二第三項に規定する内閣府令で定めるものは、次の各号に掲げる法人等（同項に規定する法人等をいう。以下同じ。）とする。ただし、財務上又は営業上若しくは事業上の関係からみて他の法人等の意思決定機関（同項に規定する意思決定機関をいう。以下この項において同じ。）を支配していないことが明らかであると認められるときは、この限りでない。

Article 52-12-2 (1) The companies to be specified by Cabinet Office Order, as provided in Article 13-5-2, paragraph (3) of the Cabinet Order, are the following corporation, etc. (meaning a corporation, etc. provided in the same paragraph; the same applies below); provided, however, that this does not apply to the case where the company is found as obviously not having control over the decision-making body (meaning the decision-making body provided in the same paragraph; the same applies in this paragraph) of other corporation, etc., in terms of the financial, operational or business relationship therewith:

一　他の法人等（破産手続開始の決定、再生手続開始の決定又は更生手続開始の決定を受けた他の法人等その他これらに準ずる他の法人等であって、有効な支配従属関係が存在しないと認められるものを除く。以下この項において同じ。）の議決権の過半数を自己の計算において所有している法人等

(i) a corporation, etc. which, on its own account, owns the majority of voting rights in another corporation, etc. (excluding another corporation, etc. which has been subject to an order commencing bankruptcy proceedings, an order commencing rehabilitation proceedings or an order commencing reorganization proceedings or any other corporation, etc. equivalent thereto, regarding which no effective parent-subsidiary relationship is found to exist; the same applies below in this paragraph);

二　他の法人等の議決権の百分の四十以上、百分の五十以下を自己の計算において所有している法人等であって、次に掲げるいずれかの要件に該当するもの

(ii) a corporation, etc. which, on its own account, owns not less than 40 percent but not more than 50 percent of the voting rights in another corporation, etc., and which falls under any of the following requirements:

イ　当該法人等が自己の計算において所有している議決権と当該法人等と出資、人事、資金、技術、取引等において緊密な関係があることにより当該法人等の意思と同一の内容の議決権を行使すると認められる者及び当該法人等の意思と同一の内容の議決権を行使することに同意している者が所有している議決権とを合わせて、当該他の法人等の議決権の過半数を占めていること。

(a) that the majority of the voting rights in the other corporation, etc. is constituted by the voting rights owned by the corporation, etc. on its own account as well as the voting rights held by any party having a close relationship with the corporation, etc. in terms of equity contribution, personnel affairs, funding, technology, business transactions, etc. and therefore is likely to exercise its voting rights in concert with the intention of the corporation, etc. and any party having consented to exercise the voting rights in concert with the intention of the corporation, etc.;

ロ　当該法人等の役員、業務を執行する社員若しくは使用人である者、又はこれらであった者であって当該法人等が当該他の法人等の財務及び営業又は事業の方針の決定に関して影響を与えることができるものが、当該他の法人等の取締役会その他これに準ずる機関の構成員の過半数を占めていること。

(b) that the majority of the members of the board of directors or any other equivalent organ of the other corporation, etc. is constituted by the officers, employees or executive members of the corporation, etc. or persons formerly in the positions, who may exert the influence on the other corporation, etc. in making decision on its financial policies and operational or business policies;

ハ　当該法人等と当該他の法人等との間に当該他の法人等の重要な財務及び営業又は事業の方針の決定を支配する契約等が存在すること。

(c) that the corporation, etc. and the other corporation, etc. has entered into a contract or the like, which provides that the first-mentioned corporation, etc. takes control over significant decision on any important financial, operational or business policies of the other corporation, etc.;

ニ　当該他の法人等の資金調達額（貸借対照表の負債の部に計上されているものに限る。）の総額の過半について当該法人等が融資（債務の保証及び担保の提供を含む。以下この条において同じ。）を行っていること（当該法人等と出資、人事、

資金、技術、取引等において緊密な関係のある者が行う融資の額を合わせて資金調達額の総額の過半となる場合を含む。）。

(d) that the corporation, etc. has financed (including a provision of a guarantee of obligation and provision of collaterals; the same applies below in this Article) more than half of the total amount of funds procured by the other corporation, etc. (limited to the amount recorded in the liabilities section of the balance sheet) (including the cases where more than half of the total amount of the funds procured by the other corporation, etc. is financed by the corporation, etc. and the amount financed by a person with a close relationship with the corporation, etc. in terms of equity, personnel affairs, funding, technology, business transactions, etc.); or

ホ　その他当該法人等が当該他の法人等の意思決定機関を支配していることが推測される事実が存在すること。

(e) that there exists any other fact inferring that the corporation, etc. controls the decision-making body of the other corporation, etc.;

三　法人等が自己の計算において所有している議決権と当該法人等と出資、人事、資金、技術、取引等において緊密な関係があることにより当該法人等の意思と同一の内容の議決権を行使すると認められる者及び当該法人等の意思と同一の内容の議決権を行使することに同意している者が所有している議決権とを合わせて、他の法人等の議決権の過半数を占めている場合（当該法人等が自己の計算において議決権を所有していない場合を含む。）における当該法人等であって、前号ロからホまでに掲げるいずれかの要件に該当するもの

(iii) the corporation, etc. which falls under any of the requirements stated in (b) through (e) of the preceding item, in the case where the majority of the voting rights in another corporation, etc. is constituted by the voting rights owned by the corporation, etc. on its own account as well as the voting rights owned by any party having a close relationship with the corporation, etc. in terms of equity, personnel affairs, funding, technology, business transactions, etc. and therefore is likely to exercise its voting rights in concert with the intention of the corporation, etc. and any party having consented to exercise the voting rights in concert with the intention of the corporation, etc. (including the case where the corporation, etc. does not own voting rights on its own account).

２　令第十三条の五の二第四項に規定する内閣府令で定めるものは、次の各号に掲げるものとする。ただし、財務上又は営業上若しくは事業上の関係からみて法人等（当該法人等の子法人等を含む。）が子法人等以外の他の法人等の財務及び営業又は事業の方針の決定に対して重要な影響を与えることができないことが明らかであると認められるときは、この限りでない。

(2) The companies to be specified by Cabinet Office Order as provided to in Article 13-5-2, paragraph (4) of the Cabinet Order are the following companies, etc.; provided, however, that this does not apply to the case where the

corporation, etc. (including its subsidiary corporation, etc.) is found as obviously unable to exert any material influence on decision-making on operational business policies of other corporation, etc. excluding the subsidiary corporation, etc., in terms of the financial, operational or business relationship therewith:

一　法人等（当該法人等の子法人等を含む。）が子法人等以外の他の法人等（破産手続開始の決定、再生手続開始の決定又は更生手続開始の決定を受けた子法人等以外の他の法人等その他これらに準ずる子法人等以外の他の法人等であって、当該法人等がその財務及び営業又は事業の方針の決定に対して重要な影響を与えることができないと認められるものを除く。以下この項において同じ。）の議決権の百分の二十以上を自己の計算において所有している場合における当該子法人等以外の他の法人等

(i) the other corporation, etc. except for a subsidiary corporation, etc., when a corporation, etc. (including a subsidiary corporation, etc. of the corporation, etc.) owns, on its own account, 20 percent or more of the voting rights in the other corporation, etc. except for a subsidiary corporation, etc. (excluding another corporation, etc. except for a subsidiary corporation, etc. which has been subject to an order commencing bankruptcy proceedings, order commencing rehabilitation proceedings or order commencing reorganization proceedings, or another corporation, etc. except for a subsidiary corporation, etc. equivalent thereto, in which case the corporation, etc. is found as unable to exert any material influence on the decision on the financial policies and operational or business policies; the same applies below in this paragraph);

二　法人等（当該法人等の子法人等を含む。）が子法人等以外の他の法人等の議決権の百分の十五以上、百分の二十未満を自己の計算において所有している場合における当該子法人等以外の他の法人等であって、次に掲げるいずれかの要件に該当するもの

(ii) the other corporation, etc. except for a subsidiary corporation, etc. which falls under any of the following requirements, in which case the corporation, etc. (including a subsidiary corporation, etc. of the corporation, etc.) owns, on its own account, 15 percent or more but less than 20 percent of the voting rights in another corporation, etc. except for a subsidiary corporation, etc.:

イ　当該法人等の役員、業務を執行する社員若しくは使用人である者、又はこれらであった者であって当該法人等がその財務及び営業又は事業の方針の決定に関して影響を与えることができるものが、その代表取締役、取締役又はこれらに準ずる役職に就任していること。

(a) that any officers, employees or executive members of the corporation, etc. or any person formerly in the position, in which case the corporation, etc. can exert its influence on decision of its financial policies and operational or business policies, has assumed the position of its representative director, officer or any other position equivalent thereto;

ロ　当該法人等から重要な融資を受けていること。

(b) that any important loan has been extended from the corporation, etc.;

ハ　当該法人等から重要な技術の提供を受けていること。

(c) that any important technology is furnished from the corporation, etc.;

ニ　当該法人等との間に重要な販売、仕入れその他の営業上又は事業上の取引があること。

(d) that any important operational or business transactions such as distribution or supply have been entered into with the corporation, etc.;

ホ　その他当該法人等がその財務及び営業又は事業の方針の決定に対して重要な影響を与えることができることが推測される事実が存在すること。

(e) that there exists any other fact inferring that the corporation, etc. can exert material influence on the decision on its financial, operational or business policies; or

三　法人等（当該法人等の子法人等を含む。）が自己の計算において所有している議決権と当該法人等と出資、人事、資金、技術、取引等において緊密な関係があることにより当該法人等の意思と同一の内容の議決権を行使すると認められる者及び当該法人等の意思と同一の内容の議決権を行使することに同意している者が所有している議決権とを合わせて、子法人等以外の他の法人等の議決権の百分の二十以上を占めている場合（当該法人等が自己の計算において議決権を所有していない場合を含む。）における当該子法人等以外の他の法人等であって、前号イからホまでに掲げるいずれかの要件に該当するもの

(iii) the other corporation, etc. except for a subsidiary corporation, etc. which falls under any of the requirements stated in (a) through (e) of the preceding item, in the case where 20 percent or more of the voting rights in the other company except for a subsidiary corporation, etc. is constituted by the voting rights held by the corporation, etc. (including a subsidiary corporation, etc. of the corporation, etc.) on its own account as well as the voting rights owned by any person having a close relationship with the corporation, etc. in terms of equity, personnel affairs, funding, technology, business transactions, etc. and therefore is likely to exercise the voting rights in concert with the intention of the corporation, etc. and the voting rights owned by any person having consented to exercise the voting rights in concert with the intention of the corporation, etc. (including the case where the corporation, etc. does not hold voting rights on its own account).

３　第一項の規定にかかわらず、連結財務諸表規則第一条第一項に規定する一般に公正妥当と認められる企業会計の基準によらずに連結財務諸表規則の定めるところにより連結財務諸表を作成する者（以下「特例企業会計基準等適用法人等」という。）に係る令第十三条の五の二第三項に規定する内閣府令で定めるものは、その採用する企業会計の基準において第一項各号に掲げる法人等と同様に取り扱われている法人等とする。

(3) Notwithstanding the provisions of paragraph (1), the person specified by

Cabinet Office Order as provided in Article 13-5-2, paragraph (3) of the Order concerning a person that prepares consolidated financial statements pursuant to the provisions of the Regulations on Consolidated Financial Statements instead of following the business accounting standards that are generally accepted as fair and appropriate prescribed in Article 1, paragraph (1) of the Regulations on Consolidated Financial Statements (referred to below as a "corporation, etc. subject to special business accounting standards, etc.") means a corporation, etc. that is treated under the business accounting standards adopted by it in the same manner as the corporation, etc. stated in the items of paragraph (1).

４　第二項の規定にかかわらず、特例企業会計基準等適用法人等に係る令第十三条の五の二第四項に規定する内閣府令で定めるものは、その採用する企業会計の基準において第二項各号に掲げるものと同様に取り扱われている法人等とする。

(4) Notwithstanding the provisions of paragraph (2), the person specified by Cabinet Office Order, as provided in Article 13-5-2, paragraph (4) of the Order in relation to a corporation, etc. subject to special business accounting standards etc. is a corporation, etc. that is treated under the business accounting standards adopted by it in the same manner as the corporation, etc. stated in the items of paragraph (2).

５　特別目的会社については、適正な価額で譲り受けた資産から生ずる収益を当該特別目的会社が発行する証券の所有者（資産の流動化に関する法律第二条第十二項（定義）に規定する特定借入れに係る債権者を含む。）に享受させることを目的として設立されており、当該特別目的会社の事業がその目的に従って適切に遂行されているときは、当該特別目的会社に資産を譲渡した法人等（以下この項において「譲渡法人等」という。）から独立しているものと認め、第一項の規定にかかわらず、譲渡法人等の子法人等に該当しないものと推定する。

(5) Notwithstanding the provisions of paragraph (1), regarding a special purpose company, if the purpose of the incorporation is to entitle the owners of the securities it issues (including the creditors of the specific borrowing provided in Article 2, paragraph (12) (Definitions) of the Act on Securitization of Assets) to receive the profit generating from assets that have been transferred to the special purpose company at a fair value, and if the business of the company is properly implemented in compliance with that purpose, the special purpose company is regarded as being independent of the companies, etc. which transferred the assets to it (referred to below as the "transferor corporation, etc." in this paragraph), and is presumed not to fall under the category of a subsidiary corporation, etc. of the transferor corporation, etc.

６　令第十三条の五の二第六項の規定は、法第九十九条第八項の規定において信託業法第二十三条第二項（信託業務の委託に係る信託会社の責任）及び第二十九条第二項第一号（信託財産に係る行為準則）の規定を準用する場合における第一項各号及び第二項各号に規定する議決権について準用する。

(6) The provisions of Article 13-5-2, paragraph (6) of the Cabinet Order apply mutatis mutandis to the voting rights provided in the items of paragraphs (1) and (2), when the provisions of Article 23, paragraph (2) (Liability of a Trust Company Pertaining to Entrustment of Trust Business) and Article 29, paragraph (2), item (i) (Rules for Acts Pertaining to Trust Property) of the Trust Business Act are applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act.

（信託の引受けに係る行為準則）

(Rules for Acts Related to Acceptance of Trust)

第五十二条の十三　法第九十九条第八項において準用する信託業法第二十四条第一項第五号に規定する内閣府令で定める行為は、次に掲げる行為とする。

Article 52-13 The acts to be specified by Cabinet Office Order, as provided in Article 24, paragraph (1), item (v) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are as follows:

一　委託者に対し、信託契約に関する事項であってその判断に影響を及ぼすこととなる重要なものにつき、誤解させるおそれのあることを告げ、又は表示する行為

(i) to notify of, or to represent to, the settlor any misleading information as to any important matters concerning a trust agreement, which would give impact on the settlor's judgment;

二　自己又はその利害関係人（法第九十九条第八項において準用する信託業法第二十九条第二項第一号に規定する利害関係人をいう。以下この号並びに第五十二条の二十四第二項第四号及び第四項において同じ。）の行う信用の供与の条件として信託契約を締結する行為その他の自己又は利害関係人の取引上の優越的な地位を不当に利用して信託契約を締結する行為

(ii) to conclude a trust agreement as a condition precedent to extending credit by itself or its interested parties (meaning the interested parties as provided in Article 29, paragraph (2), item (i) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act; the same applies below in this item, and also in Article 52-24, paragraph (2), item (iv) and paragraph (4) of the same Article), or to otherwise conclude a trust agreement by taking advantage of the dominant business position the party itself or its interested parties in an unfair manner; and

三　その他法令に違反する行為

(iii) any other activities in violation of laws and regulations.

（特定信託契約）

(Specific Trust Agreement)

第五十二条の十三の二　法第九十九条第八項において準用する信託業法第二十四条の二に規定する内閣府令で定めるものは、信託業法施行規則（平成十六年内閣府令第百七号）第三十条の二第一項第一号に掲げるものとする。

Article 52-13-2 The contracts to be specified by Cabinet Office Order, as provided in Article 24-2 of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are the trust agreement stated in Article 30-2, paragraph (1), item (i) of the Order for Enforcement of the Trust Business Act (Cabinet Office Order No. 107 of 2004).

（契約の種類）

(Types of Contracts)

第五十二条の十三の三　法第九十九条第八項において準用する信託業法第二十四条の二において準用する金融商品取引法（以下この条から第五十二条の十三の二十四までにおいて「準用金融商品取引法」という。）第三十四条に規定する内閣府令で定めるものは、特定信託契約（法第九十九条第八項において準用する信託業法第二十四条の二に規定する特定信託契約をいう。以下この条から第五十二条の十三の二十四まで（第五十二条の十三の十二第二号ホを除く。）において同じ。）とする。

Article 52-13-3 The types of contracts to be specified by Cabinet Office Order, as provided in Article 34 of the Financial Instruments and Exchange Act as applied mutatis mutandis pursuant to Article 24-2 of the Trust Business Act as further applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act (referred to below as the "Financial Instruments and Exchange Act as Applied Mutatis Mutandis" in Article 52-13-5 through Article 52-13-24) are a specific trust agreement (meaning a specific trust agreement as provided in Article 24-2 of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act; the same applies below in Article 52-13-7-2 through Article 52-13-24 (excluding Article 52-13-12, item (ii), (e))).

第五十二条の十三の四　削除

Article 52-13-4 Deleted

（申出をした特定投資家に交付する書面の記載事項）

(Matters to Be Stated in Documents to Be Delivered to Professional Investors Who Made Request)

第五十二条の十三の五　準用金融商品取引法第三十四条の二第三項第四号に規定する内閣府令で定める事項は、申出者（同項に規定する申出者をいう。）は、同条第二項の規定による承諾を行った保険金信託業務を行う生命保険会社等のみから対象契約（同項に規定する対象契約をいう。第五十二条の十三の七の二において同じ。）に関して特定投資家（金融商品取引法第二条第三十一項（定義）に規定する特定投資家をいう。以下同じ。）以外の顧客として取り扱われることになる旨とする。

Article 52-13-5 The matters to be specified by Cabinet Office Order, as provided in Article 34-2, paragraph (3), item (iv) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are that the applicant (meaning the applicant provided in the same paragraph) is to be treated as a customer other than a professional investor (meaning a professional investor as provided in Article 2 (Definitions), paragraph (31) of the Financial Instruments and Exchange Act; the same applies below) regarding the subject contract (meaning the subject contract provided in Article 34-2, paragraph (2) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis; the same applies in Article 52-13-7-2), only by the life insurance company, etc. carrying out insurance proceeds trust business which has given an approval pursuant to the provisions of Article 34-2, paragraph (2) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis.

（情報通信の技術を利用した提供）

(Provision by Use of Information and Communications Technology)

第五十二条の十三の六　準用金融商品取引法第三十四条の二第四項（準用金融商品取引法第三十四条の三第十二項（準用金融商品取引法第三十四条の四第六項において準用する場合を含む。）、第三十四条の四第三項及び第三十七条の三第二項において準用する場合を含む。以下この条において同じ。）に規定する内閣府令で定めるものは、次に掲げるものとする。

Article 52-13-6 (1) The methods to be specified by Cabinet Office Order, as provided in Article 34-2, paragraph (4) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis (including as applied mutatis mutandis pursuant to Article 34-3, paragraph (12) (including as applied mutatis mutandis pursuant to Article 34-4, paragraph (6) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis), Article 34-4, paragraph (3) and Article 37-3, paragraph (2) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis; the same applies below in this Article), are the following methods:

一　電子情報処理組織を使用する方法のうち次に掲げるもの

(i) the methods using an electronic data processing system, as stated in the following items:

イ　保険金信託業務を行う生命保険会社等（準用金融商品取引法第三十四条の二第四項に規定する事項の提供を行う保険金信託業務を行う生命保険会社等との契約によりファイルを自己の管理する電子計算機に備え置き、これを当該事項を提供する相手方（以下この条において「顧客」という。）又は当該保険金信託業務を行う生命保険会社等の用に供する者を含む。以下この条において同じ。）の使用に係る電子計算機と顧客等（顧客又は顧客との契約により顧客ファイル（専ら顧客の用に供せられるファイルをいう。以下この条において同じ。）を自己の管理する電子計算機に備え置く者をいう。以下この条において同じ。）の使用に係る電子計算機とを接続する電気通信回線を通じて書面に記載すべき事項（以下この条において「記載事項」という。）を送信し、顧客等の使用に係る電子計算機に備えられた顧客ファイルに記録する方法（同項に規定する方法による提供を受ける旨の承諾又は受けない旨の申出をする場合にあっては、同項に規定する事項の

提供を行う保険金信託業務を行う生命保険会社等の使用に係る電子計算機に備えられたファイルにその旨を記録する方法）

(a) to transmit information required to be stated in a document (referred to below as the "information" in this Article) via telecommunications line connecting the computers used by a life insurance company, etc. carrying out insurance proceeds trust business (including a party which, under the contract with a life insurance company, etc. carrying out insurance proceeds trust business which is the provider of information provided in Article 34-2, paragraph (4) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, stores files onto a computer it manages, and make the files accessible to the recipient party (referred to below as the "customers" in this Article) or to the financial instruments business operator, etc.; the same applies below in this Article) and the computers used by the customers, etc. (meaning a customer, or a party which, under a contract with the customer, stores the customer file (meaning the file solely intended for the use by the customers; the same applies below in this Article) onto a computer it manages; the same applies below in this Article), and to record the information into the customer file stored onto the computer used by the customers, etc. (if the applicant acknowledges the provision of information by the method provided in the same paragraph or where the applicant notifies that the customers refuses to information by such means, the method whereby the acknowledgment or notice is recorded into a file stored on the computer used by the life insurance company, etc. carrying out insurance proceeds trust business which is the provider of the information provided in the same paragraph);

ロ　保険金信託業務を行う生命保険会社等の使用に係る電子計算機に備えられたファイルに記録された記載事項を電気通信回線を通じて顧客の閲覧に供し、顧客等の使用に係る電子計算機に備えられた当該顧客の顧客ファイルに当該記載事項を記録する方法（準用金融商品取引法第三十四条の二第四項に規定する方法による提供を受ける旨の承諾又は受けない旨の申出をする場合にあっては、保険金信託業務を行う生命保険会社等の使用に係る電子計算機に備えられたファイルにその旨を記録する方法）

(b) to make the information recorded into the files stored on a computer used by a life insurance company, etc. carrying out insurance proceeds trust business available for a customer's inspection via telecommunications line, and to record the information into the relevant customer's customer file stored on the computer used by the customer, etc. (or, if the applicant consents to the provision of information by the method provided in Article 34-2, paragraph (4) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, or if the applicant notifies to the effect that the applicant refuses to receive information by such means, to record the consent or notice into a file stored on the computer used by the life insurance company, etc. carrying out insurance proceeds trust business);

ハ　保険金信託業務を行う生命保険会社等の使用に係る電子計算機に備えられた顧客ファイルに記録された記載事項を電気通信回線を通じて顧客の閲覧に供する方法

(c) to make the information recorded into the customer files stored on the computer used by a life insurance company, etc. carrying out insurance proceeds trust business available for a customer's inspection via telecommunications line;

ニ　閲覧ファイル（保険金信託業務を行う生命保険会社等の使用に係る電子計算機に備えられたファイルであって、同時に複数の顧客の閲覧に供するため記載事項を記録させるファイルをいう。以下この条において同じ。）に記録された記載事項を電気通信回線を通じて顧客の閲覧に供する方法

(d) to make the information recorded into the inspection file (meaning a file stored on a computer used by a life insurance company, etc. carrying out insurance proceeds trust business with which to record the information for making them accessible by multiple customers at the same time; the same applies below in this Article) available for a customer's inspection via telecommunications line; and

二　磁気ディスク、シー・ディー・ロムその他これらに準ずる方法により一定の事項を確実に記録しておくことができる物をもって調製するファイルに記載事項を記録したものを交付する方法

(ii) to deliver the file storing the information, which is prepared with any object enabling secure storage of certain information through magnetic disks, CD-ROMs or any other means equivalent thereto.

２　前項各号に掲げる方法は、次に掲げる基準に適合するものでなければならない。

(2) The methods as stated in the items of the preceding paragraph must be in conformity with the following requirements:

一　顧客が顧客ファイル又は閲覧ファイルへの記録を出力することにより書面を作成できるものであること。

(i) that the method enables a customer to prepare a document by way of outputting information recorded into the customer file or inspection file;

二　前項第一号イ、ハ又はニに掲げる方法（顧客の使用に係る電子計算機に備えられた顧客ファイルに記載事項を記録する方法を除く。）にあっては、記載事項を顧客ファイル又は閲覧ファイルに記録する旨又は記録した旨を顧客に対し通知するものであること。ただし、顧客が当該記載事項を閲覧していたことを確認したときは、この限りでない。

(ii) regarding the method stated in item (i), (a), (c) or (d) of the preceding paragraph (excluding the method to record the information into the customer file stored on a computer used by a customer), that the customer is informed of the fact that the information will be or have been recorded into the customer file or the inspection file; provided, however, that this does not apply to the cases where the customer is confirmed as having inspected the information;

三　前項第一号ハ又はニに掲げる方法にあっては、記載事項に掲げられた取引を最後に行った日以後五年間（当該期間が終了する日までの間に当該記載事項に係る苦情の申出があったときは、当該期間が終了する日又は当該苦情が解決した日のいずれか遅い日までの間）次に掲げる事項を消去し又は改変することができないものであること。ただし、閲覧に供している記載事項を書面により交付する場合、顧客の承諾（令第十三条の五の三に規定する方法による承諾をいう。）を得て同号イ若しくはロ若しくは同項第二号に掲げる方法により提供する場合又は顧客による当該記載事項に係る消去の指図がある場合は、当該記載事項を消去することができる。

(iii) regarding the method stated in item (i), (c) or (d) of the preceding paragraph, that the following matters cannot be deleted or altered for the period until the fifth anniversary of the last date of consummation of the transaction referred to in the information (if any complaint on the information has been raised within the period before the expiration date of the period, for the period until either the expiration date of the period or the day when the complaint was resolved, whichever comes later); provided, however, that the information may be deleted if the information offered for inspection are delivered in writing, the information are provided by the methods stated in (a) or (b) of that item or in item (ii) of that paragraph with the customer's consent (meaning consent given by the method provided in Article 13-5-3 of the Cabinet Order), or the customer has instructed the deletion of the information:

イ　前項第一号ハに掲げる方法については、顧客ファイルに記録された記載事項

(a) regarding the method stated in item (i), (c) of the preceding paragraph, the information recorded in the customer file;

ロ　前項第一号ニに掲げる方法については、閲覧ファイルに記録された記載事項

(b) regarding the method stated in item (i), (d) of the preceding paragraph, the information recorded in the inspection file;

四　前項第一号ニに掲げる方法にあっては、次に掲げる基準に適合するものであること。

(iv) regarding the method stated in item (i), (d) of the preceding paragraph, that it conforms to the following requirements:

イ　顧客が閲覧ファイルを閲覧するために必要な情報を顧客ファイルに記録するものであること。

(a) that information necessary for a customer's inspection of the inspection file is recorded into the customer file; and

ロ　前号に規定する期間を経過するまでの間において、イの規定により顧客が閲覧ファイルを閲覧するために必要な情報を記録した顧客ファイルと当該閲覧ファイルとを電気通信回線を通じて接続可能な状態を維持させること。ただし、閲覧の

提供を受けた顧客が接続可能な状態を維持させることについて不要である旨通知した場合は、この限りでない。

(b) that, before the elapse of the period provided in the preceding item, the customer file recording the information necessary for the customer's inspection of the inspection file pursuant to (a) and the inspection file are kept connectible via telecommunications line; provided, however, that this does not apply to the cases where the customer who has been given access to the files has notified to the effect that such connectibility need not be maintained.

３　第一項第一号の「電子情報処理組織」とは、保険金信託業務を行う生命保険会社等の使用に係る電子計算機と、顧客ファイルを備えた顧客等又は保険金信託業務を行う生命保険会社等の使用に係る電子計算機とを電気通信回線で接続した電子情報処理組織をいう。

(3) The term "electronic data processing system" as used in paragraph (1), item (i) means an electronic data processing system connecting a computer used by a life insurance company, etc. carrying out insurance proceeds trust business and a computer storing customer files used by a customer, etc. or life insurance company, etc. carrying out insurance proceeds trust business, via telecommunications line.

（電磁的方法の種類及び内容）

(Types and Details of Electronic or Magnetic Means)

第五十二条の十三の七　令第十三条の五の三第一項及び第十三条の五の四第一項の規定により示すべき方法の種類及び内容は、次に掲げる事項とする。

Article 52-13-7 The types and details of the methods to be specified as provided in Article 13-5-3, paragraph (1) and Article 13-5-4, paragraph (1) of the Cabinet Order are as follows:

一　前条第一項各号又は第五十二条の十三の七の三第一項各号に掲げる方法のうち保険金信託業務を行う生命保険会社等が使用するもの

(i) the methods stated in the items of paragraph (1) of the preceding Article or the items of Article 52-13-7-3, paragraph (1), which are to be used by the life insurance company, etc. carrying out insurance proceeds trust business; and

二　ファイルへの記録の方式

(ii) the format for recording information into a file.

（特定投資家への復帰申出をした者が同意を行う書面の記載事項）

(Matters to Be Stated in Document Indicating Consent by Applicant for Reinstatement as a Professional Investor)

第五十二条の十三の七の二　準用金融商品取引法第三十四条の二第十一項に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 52-13-7-2 The matters to be specified by Cabinet Office Order, as provided in Article 34-2, paragraph (11) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are those listed in the following items:

一　準用金融商品取引法第三十四条の二第十一項　の規定による承諾をする日（第四号及び第五号において「承諾日」という。）

(i) the day on which the acceptance under Article 34-2, paragraph (11) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis is given (such date is referred to as the "date of acceptance" in items (iv) and (v));

二　対象契約が特定信託契約である旨

(ii) the fact that the subject contract is a specific trust agreement;

三　復帰申出者（準用金融商品取引法第三十四条の二第十一項に規定する復帰申出者をいう。以下この条において同じ。）が次に掲げる事項を理解している旨

(iii) the fact that the applicant for reinstatement (meaning the applicant for reinstatement provided in Article 34-2, paragraph (11) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis; the same applies in this Article) understands the following facts:

イ　準用金融商品取引法第四十五条各号（第三号及び第四号を除く。）に掲げる規定は、対象契約に関して復帰申出者が当該各号に定める者である場合（同条ただし書に規定する場合を除く。）には適用されない旨

(a) the fact that the provisions stated in the items (excluding the items (iii) and (iv)) of Article 45 of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis do not apply to the cases where the applicant for reinstatement falls under any of the persons respectively specified in those items regarding the subject contract (excluding the case provided in the proviso of the same Article);

ロ　対象契約に関して特定投資家として取り扱われることがその知識、経験及び財産の状況に照らして適当ではない者が特定投資家として取り扱われる場合には、当該者の保護に欠けることとなるおそれがある旨

(b) the risk of insufficient protection involved in a case where a person who, in light of the person's knowledge, experience and state of property, is deemed inappropriate to be treated as a professional investor regarding subject contracts is treated as a professional investor;

四　承諾日以後に対象契約の締結の勧誘又は締結をする場合において、復帰申出者を再び特定投資家として取り扱う旨

(iv) a statement to the effect that the applicant for reinstatement is to be treated once again as a professional investor when soliciting the applicant for reinstatement to conclude, or concluding with the applicant for reinstatement the subject contract on or after the date of acceptance; and

五　復帰申出者は、承諾日以後いつでも、準用金融商品取引法第三十四条の二第一項の規定による申出ができる旨

(v) the fact that the applicant for reinstatement may submit a request pursuant to Article 34-2, paragraph (1) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, at any time on or after the date of acceptance.

（情報通信の技術を利用した同意の取得）

(Obtaining Consent by Use of Information and Communication Technology)

第五十二条の十三の七の三　準用金融商品取引法第三十四条の二第十二項（準用金融商品取引法第三十四条の三第三項（準用金融商品取引法第三十四条の四第六項において準用する場合を含む。）において準用する場合を含む。以下この条において同じ。）に規定する内閣府令で定めるものは、次に掲げるものとする。

Article 52-13-7-3 (1) The methods to be specified by Cabinet Office Order, as provided in Article 34-2, paragraph (12) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis (including the cases where applied mutatis mutandis pursuant to Article 34-3, paragraph (3) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis (including as applied mutatis mutandis pursuant to Article 34-4, paragraph (6) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis); the same applies below in this Article), are as follows:

一　電子情報処理組織を使用する方法のうち次に掲げるもの

(i) the methods using an electronic data processing system, as stated in the following:

イ　保険金信託業務を行う生命保険会社等の使用に係る電子計算機と準用金融商品取引法第三十四条の二第十二項の規定により同意を得ようとする相手方（以下この条において「顧客」という。）の使用に係る電子計算機とを接続する電気通信回線を通じて送信し、受信者の使用に係る電子計算機に備えられたファイルに記録する方法

(a) to transmit information via telecommunications line connected between a computer used by a life insurance company, etc. carrying out insurance proceeds trust business and that used by the other party from whom it seeks consent pursuant to Article 34-2, paragraph (12) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis (referred to below as the "customer" in this Article), and to record the information in a file stored on a computer used by the recipient;

ロ　保険金信託業務を行う生命保険会社等の使用に係る電子計算機に備えられたファイルに記録された顧客の同意に関する事項を電気通信回線を通じて当該顧客の閲覧に供し、当該保険金信託業務を行う生命保険会社等の使用に係る電子計算機に備えられたファイルに当該顧客の同意に関する事項を記録する方法

(b) to make information related to a customer's consent recorded into a file stored on a computer used by a life insurance company, etc. carrying out insurance proceeds trust business available for the customer's inspection via telecommunications line, and to record information related to the customer's consent into a file stored on a computer used by the life insurance company, etc. carrying out insurance proceeds trust business;

二　磁気ディスク、シー・ディー・ロムその他これらに準ずる方法により一定の事項を確実に記録しておくことができる物をもって調製するファイルに同意に関する事項を記録したものを得る方法

(ii) to obtain the file storing the information related to the consent, which is prepared with any object enabling secure storage of certain information through magnetic disks, CD-ROMs or any other equivalent means.

２　前項各号に掲げる方法は、保険金信託業務を行う生命保険会社等がファイルへの記録を出力することにより書面を作成することができるものでなければならない。

(2) The methods stated in the items of the preceding paragraph must be the methods enabling a life insurance company, etc. carrying out insurance proceeds trust business to prepare a document by way of outputting the information recorded into the file.

３　第一項第一号の「電子情報処理組織」とは、保険金信託業務を行う生命保険会社等の使用に係る電子計算機と、顧客の使用に係る電子計算機とを電気通信回線で接続した電子情報処理組織をいう。

(3) The term "electronic data processing system" as used in paragraph (1), item (i) means an electronic data processing system connecting a computer used by a life insurance company, etc. carrying out insurance proceeds trust business and a computer used by a customer, via telecommunications line.

（特定投資家以外の顧客である法人が特定投資家とみなされる場合の期限日）

(Expiration Date When Corporation Which Is Customer Other Than Professional Investor Is Deemed to Be Professional Investor)

第五十二条の十三の八　準用金融商品取引法第三十四条の三第二項に規定する内閣府令で定める場合は、保険金信託業務を行う生命保険会社等が一定の日を定め、次に掲げる事項を当該保険金信託業務を行う生命保険会社等の営業所又は事務所の公衆の見やすい場所への掲示その他の適切な方法により公表している場合とする。

Article 52-13-8 (1) The case to be specified by Cabinet Office Order, as provided in Article 34-3, paragraph (2) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, is the case where a life insurance company, etc. carrying out insurance proceeds trust business has designated a certain date and publicized the following matters by posting them at a place easily accessible to the public at its business office or any other office, or by any other appropriate means:

一　当該日

(i) that designated date; and

二　次項に規定する日を期限日（準用金融商品取引法第三十四条の三第二項第二号に規定する期限日をいう。次条第二項第一号及び第五十二条の十三の十において同

じ。）とする旨
(ii) to the effect that the day provided in the following paragraph is the expiration date (meaning the expiration date provided in Article 34-3, paragraph (2), item (ii) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis; the same applies in paragraph (2), item (i) of the following Article and Article 52-13-10).
２　準用金融商品取引法第三十四条の三第二項に規定する内閣府令で定める日は、保険金信託業務を行う生命保険会社等が前項の規定により定めた日であって承諾日（同条第二項第一号に規定する承諾日をいう。次条第二項第三号及び第五十二条の十三の十において同じ。）から起算して一年以内の日のうち最も遅い日とする。
(2) The date to be specified by Cabinet Office Order, as provided in Article 34-3, paragraph (2) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, is the date designated by the life insurance company, etc. carrying out insurance proceeds trust business pursuant to the provisions of the preceding paragraph, which is the latest of the days prior to the first anniversary of the date of acceptance (meaning the date of acceptance provided in Article 34-3, paragraph (2), item (i); the same applies in paragraph (2), item (iii) of the following Article and Article 52-13-10).

（申出をした特定投資家以外の顧客である法人が同意を行う書面の記載事項）
(Matters to Be Specified in Documents Indicating Consent by a Corporation Which Is a Customer Other Than Professional Investors That Made a Request)
第五十二条の十三の九　準用金融商品取引法第三十四条の三第二項第四号イに規定する内閣府令で定める事項は、準用金融商品取引法第四十五条各号（第三号及び第四号を除く。）に掲げる規定は、対象契約（同項第二号に規定する対象契約をいう。次項及び第五十二条の十三の十の二において同じ。）に関して申出者（準用金融商品取引法第三十四条の三第二項に規定する申出者をいう。次項において同じ。）が当該各号に定める者である場合には適用されない旨とする。
Article 52-13-9 (1) The matters to be specified by Cabinet Office Order, as provided in Article 34-3, paragraph (2), item (iv), (a) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are the fact that the provisions stated in the items (excluding the items (iii) and (iv)) of Article 45 of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis do not apply to the cases where the applicant (meaning the applicant provided in Article 34-3, paragraph (2) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis; the same applies in the following paragraph) falls under any of the persons respectively prescribed in those items regarding the subject contract (meaning the subject contract provided in Article 34-3, paragraph (2), item (ii) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis; the same applies in the following

paragraph and Article 52-13-10-2).
２　準用金融商品取引法第三十四条の三第二項第七号に規定する内閣府令で定める事項は、次に掲げる事項とする。
(2) The matters to be specified by Cabinet Office Order, as provided in Article 34-3, paragraph (2), item (vii) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are as follows:
一　期限日以前に締結した対象契約に関して法令の規定又は契約の定めに基づいて行う行為については、期限日後に行うものであっても、申出者を特定投資家として取り扱う旨
(i) that, in regard to any act related to the subject contract concluded on or prior to the expiration date, which is to be conducted pursuant to the provisions of laws and regulations or the contract, the applicant is treated as a professional investor, even in the cases where the act is conducted after the expiration date;
二　申出者は、準用金融商品取引法第三十四条の三第二項の規定による承諾を行った保険金信託業務を行う生命保険会社等のみから対象契約に関して特定投資家として取り扱われることになる旨
(ii) that the applicant will be treated as a professional investor regarding the subject contract, only by the life insurance company, etc. carrying out insurance proceeds trust business which has accepted the request pursuant to the provisions of Article 34-3, paragraph (2) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis;
三　申出者は、承諾日以後いつでも、準用金融商品取引法第三十四条の三第九項　の規定による申出ができる旨
(iii) the fact that the applicant may submit a request pursuant to Article 34-3, paragraph (9) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, at any time on or after the date of acceptance.

（申出をした特定投資家以外の顧客である法人が更新申出をするために必要な期間）
(Period Required to Be Elapsed Before a Corporation, Which Is a Customer Other Than Professional Investors That Made a Request, Makes a Request for Renewal)
第五十二条の十三の十　準用金融商品取引法第三十四条の三第七項に規定する内閣府令で定める期間は、十一月（次の各号に掲げる場合にあっては、当該各号に定める期間）とする。
Article 52-13-10 (1) The period to be specified by Cabinet Office Order, as provided in Article 34-3, paragraph (7) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, is 11 months (or, if any of the following items applies, the periods specified in each item):
一　承諾日から期限日までの期間が一年に満たない場合（次号に掲げる場合を除く。）　当該期間から一月を控除した期間

(i) if the period from the date of acceptance to the expiration date is less than one year (excluding the case stated in the following item), a period deducting one month from the period; or

二　承諾日から期限日までの期間が一月を超えない場合　一日

(ii) if the period from the date of acceptance to the expiration date is one month or less, one day.

２　準用金融商品取引法第三十四条の三第八項に規定する場合における前項の規定の適用については、同項各号中「承諾日」とあるのは、「前回の期限日の翌日」とする。

(2) For the purpose of application of the preceding paragraph in the case provided in Article 34-3, paragraph (8) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, the "date of acceptance" in the items of the preceding paragraph is deemed to be replaced with "the day following the previous expiration date".

（特定投資家以外の顧客への復帰申出をした法人に交付する書面の記載事項）

(Matters to Be Specified in Documents to Be Delivered to a Corporation Which Made Request for Reinstatement as a Customer Other Than Professional Investors)

第五十二条の十三の十の二　準用金融商品取引法第三十四条の三第十一項に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 52-13-10-2 The matters to be specified by Cabinet Office Order, as provided in Article 34-3, paragraph (11) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are as follows:

一　準用金融商品取引法第三十四条の三第十項の規定による承諾をする日（第三号において「承諾日」という。）

(i) the date on which the request is accepted pursuant to Article 34-3, paragraph (10) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis (this date is referred to as "the date of acceptance" in item (iii));

二　対象契約が特定信託契約である旨

(ii) the fact that the subject contract is a specific trust agreement; and

三　承諾日以後に対象契約の締結の勧誘又は締結をする場合において、準用金融商品取引法第三十四条の三第九項の規定による申出をした法人を再び特定投資家以外の顧客として取り扱う旨

(iii) a statement to the effect that the corporation who submitted a request under Article 34-3, paragraph (9) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis is to be treated once again as a customer other than professional investor when soliciting the corporation to conclude, or concluding with the corporation, the subject contract on or after the date of acceptance.

（特定投資家として取り扱うよう申し出ることができる営業者等）

(Proprietors Who May Make Request Treatment as Professional Investor)

第五十二条の十三の十一　準用金融商品取引法第三十四条の四第一項第一号に規定する内閣府令で定めるものは、次に掲げる要件のいずれかに該当するものとする。

Article 52-13-11 (1) The excluded individual to be specified by Cabinet Office Order, as provided in Article 34-4, paragraph (1), item (i) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are those who satisfy any of the following requirements:

一　準用金融商品取引法第三十四条の四第一項の規定による申出を行うことについてすべての匿名組合員の同意を得ていないこと。

(i) that the consent from all of the silent partners on making a request under Article 34-4, paragraph (1) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis has not been obtained; or

二　その締結した商法第五百三十五条（匿名組合契約）に規定する匿名組合契約に基づく出資の合計額が三億円未満であること。

(ii) that the total amount of the equity investment under the executed silent partnership contract provided in Article 535 of the Commercial Code (Silent Partnership Contract) is less than 300 million yen.

２　準用金融商品取引法第三十四条の四第一項第一号に規定する内閣府令で定める個人は、次に掲げる者とする。

(2) The individuals to be specified by Cabinet Office Order, as provided in Article 34-4, paragraph (1), item (i) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are as follows:

一　民法第六百六十七条第一項（組合契約）に規定する組合契約を締結して組合の業務の執行を委任された組合員である個人（次に掲げる要件のすべてに該当する者に限る。）

(i) an individual who has concluded a partnership contract provided in Article 667, paragraph (1) (Partnership Contract) of the Civil Code and has become a partner appointed to execute the business of the partnership (limited to an individual who satisfies all of the following requirements):

イ　準用金融商品取引法第三十四条の四第一項の規定による申出を行うことについて他のすべての組合員の同意を得ていること。

(a) that the individual has obtained the consent from all of the other partners on making a request under Article 34-4, paragraph (1) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis;

ロ　当該組合契約に基づく出資の合計額が三億円以上であること。

(b) that the total amount of the equity investment under the partnership contract is not less than 300 million yen;

二　有限責任事業組合契約に関する法律（平成十七年法律第四十号）第三条第一項に規定する有限責任事業組合契約を締結して組合の重要な業務の執行の決定に関与し、かつ、当該業務を自ら執行する組合員である個人（次に掲げる要件のすべてに該当

する者に限る。）

(ii) an individual who has concluded a limited liability partnership agreement provided in Article 3, paragraph (1) of the Limited Liability Partnership Act (Act No. 40 of 2005), participates in the decision-making on the execution of the important business of the partnership, and is a partner personally executing the business (limited to an individual who satisfies all of the following requirements):

イ　準用金融商品取引法第三十四条の四第一項の規定による申出を行うことについて他のすべての組合員の同意を得ていること。

(a) that the individual has obtained the consent from all of the other partners on making a request under Article 34-4, paragraph (1) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis; and

ロ　当該有限責任事業組合契約に基づく出資の合計額が三億円以上であること。

(b) that the total amount of the equity investment under the limited liability partnership agreement is 300 million yen or more.

（特定投資家として取り扱うよう申し出ることができる個人）

(Individual Who May Request Treatment as Professional Investor)

第五十二条の十三の十二　準用金融商品取引法第三十四条の四第一項第二号に規定する内閣府令で定める要件は、次に掲げる要件の全てに該当することとする。

Article 52-13-12 The requirement to be specified by Cabinet Office Order, as provided in Article 34-4, paragraph (1), item (ii) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, is to fall under all of the following:

一　取引の状況その他の事情から合理的に判断して、承諾日（準用金融商品取引法第三十四条の四第六項　において準用する準用金融商品取引法第三十四条の三第二項第一号　に規定する承諾日をいう。次号、次条第二項、第五十二条の十三の十四第二項第三号及び第五十二条の十三の十四の二において同じ。）における申出者（準用金融商品取引法第三十四条の四第二項　に規定する申出者をいう。以下この条及び第五十二条の十三の十四において同じ。）の資産の合計額から負債の合計額を控除した額が三億円以上になると見込まれること。

(i) that, judging reasonably from the status of the transactions or any other circumstances, the total amount of the assets of the applicant (meaning the applicant provided in Article 34-4, paragraph (2) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis; the same applies below in this Article and Article 52-13-14) as of the date of acceptance (meaning the date of acceptance provided in Article 34-3, paragraph (2), item (i) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, as applied mutatis mutandis pursuant to Article 34-4, paragraph (6) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis; the same applies in the following item, paragraph

(2) of the following Article, Article 52-13-14, paragraph (2), item (iii) and Article 52-13-14-2), less the total amount of its liabilities as of that date is estimated to be 300 million yen or more;

二　取引の状況その他の事情から合理的に判断して、承諾日における申出者の資産（次に掲げるものに限る。）の合計額が三億円以上になると見込まれること。

(ii) that, judging reasonably from the status of the transactions or any other circumstances, the total amount of the applicant's assets (limited to the assets stated in the following) as of the date of acceptance is estimated to be 300 million yen or more:

イ　有価証券（ホに掲げるもの及びへに掲げるもの（不動産特定共同事業法（平成六年法律第七十七号）第二条第九項に規定する特例事業者と締結したものに限る。）並びにチに掲げるものに該当するものを除く。）

(a) securities (excluding the securities stated in item (e) and item (f) (limited to those concluded with the special enterprise operator prescribed in Article 2, paragraph (9) of the Act on Specified Joint Real Estate Ventures (Act No. 77 of 1994)) and the securities that fall under the category stated in (h));

ロ　デリバティブ取引（金融商品取引法第二条第二十項に規定するデリバティブ取引をいう。第五十二条の二十第一項第四号、第五十二条の三十二第二号、第五十九条の二第一項第五号ホ（３）及び第八十七条第三号ニにおいて同じ。）に係る権利

(b) rights related to a derivatives transaction (meaning a derivatives transaction as provided in Article 2, paragraph (20) of the Financial Instruments and Exchange Act; the same applies in Article 52-20, paragraph (1), item (iv), Article 52-32, item (ii), Article 59-2, paragraph (1), item (v), (e), 3. and Article 87, item (iii), (d));

ハ　農業協同組合法第十一条の五に規定する特定貯金等、水産業協同組合法第十一条の十一に規定する特定貯金等、協同組合による金融事業に関する法律第六条の五の十一第一項に規定する特定預金等、信用金庫法第八十九条の二第一項に規定する特定預金等、長期信用銀行法第十七条の二に規定する特定預金等、労働金庫法第九十四条の二に規定する特定預金等、銀行法第十三条の四に規定する特定預金等、農林中央金庫法第五十九条の三に規定する特定預金等及び株式会社商工組合中央金庫法（平成十九年法律第七十四号）第二十九条に規定する特定預金等

(c) specified deposits, etc. as provided in Article 11-5 of the Agricultural Cooperatives Act, specified deposits, etc. as provided in Article 11-11 of the Fishery Cooperatives Act, specified deposits, etc. as provided in Article 6-5-11, paragraph (1) of the Act on Financial Businesses by Cooperative, specified deposits, etc. as provided in Article 89-2, paragraph (1) of the Shinkin Bank Act, specified deposits, etc. as provided in Article 17-2 of the Long Term Credit Bank Act, specified deposits, etc. as provided in Article 94-2 of the Labor Bank Act, specified deposits, etc. as provided in Article

13-4 of the Banking Act, specified deposits, etc. as provided in Article 59-3 of the Norinchukin Bank Act and specified deposits, etc. as provided in Article 29 of the Shoko Chukin Bank Limited Act (Act No. 74 of 2007);

ニ　特定保険契約（法第三百条の二に規定する特定保険契約をいう。以下同じ。）、農業協同組合法第十一条の二十七に規定する特定共済契約、消費生活協同組合法（昭和二十三年法律第二百号）第十二条の三第一項に規定する特定共済契約、水産業協同組合法第十五条の十二に規定する特定共済契約及び中小企業等協同組合法第九条の七の五第二項に規定する特定共済契約に基づく保険金、共済金、返戻金その他の給付金に係る権利

(d) the rights related to benefits such as insurance proceeds, mutual aid benefits and refunds payable under a specified insurance contract (meaning a specified insurance contract provided in Article 300-2 of the Act; the same applies below), a specified mutual aid contract as provided in Article 11-27 of the Agricultural Cooperatives Act, a specified mutual aid contract as provided in Article 12-3, paragraph (1) of the Consumer Cooperatives Act (Act No. 200 of 1948), a specific mutual aid contract as provided in Article 15-12 of the Fisheries Cooperatives Act, and a specified mutual aid contract as provided in Article 9-7-5, paragraph (2) of the Small and Medium-Sized Enterprise Cooperatives Act;

ホ　信託業法第二十四条の二に規定する特定信託契約に係る信託受益権（チに掲げるものに該当するものを除く。）

(e) beneficial interest in a trust under a specific trust agreement as provided in Article 24-2 of the Trust Business Act (excluding beneficial interest in a trust that falls under the category stated in (h));

ヘ　不動産特定共同事業法第二条第三項に規定する不動産特定共同事業契約に基づく権利

(f) rights under a specified joint real estate venture contract as provided in Article 2, paragraph (3) of the Act on Specified Joint Real Estate Ventures;

ト　商品市場における取引（商品先物取引法第二条第十項に規定する商品市場における取引をいう。第五十二条の三十二第三号において同じ。）、外国商品市場取引（同法第二条第十三項に規定する外国商品市場取引をいう。同号において同じ。）及び店頭商品デリバティブ取引（同条第十四項に規定する店頭商品デリバティブ取引をいう。同号において同じ。）に係る権利

(g) rights related to transactions on a commodity market (meaning the transaction on a commodity market as prescribed in Article 2, paragraph (10) of the Commodity Futures Act; the same applies in Article 52-32, item (iii)), foreign commodity market transactions (meaning the foreign commodity market transactions as prescribed in Article 2, paragraph (13) of that Act; the same applies in that item) and over-the-counter commodity derivative transactions (meaning the over-the-counter commodity derivative transactions as prescribed in paragraph (14) of that Article; the same applies in that item);

チ　電子決済手段等取引業者に関する内閣府令（令和五年内閣府令第四十八号）第四十三条各号に掲げるもの

(h) the electronic payment instruments stated in the items of Article 43 of the Cabinet Office Order on Electronic Payment Instruments Service Providers (Cabinet Office Order No. 48 of 2023); and

三　申出者が最初に当該保険金信託業務を行う生命保険会社等との間で特定信託契約を締結した日から起算して一年を経過していること。

(iii) that one year has passed from the day when the applicant, for the first time, concluded a specific trust agreement with the life insurance company, etc. carrying out insurance proceeds trust business.

（特定投資家以外の顧客である個人が特定投資家とみなされる場合の期限日）

(Expiration Date of Period When Individual Who Is Customer Other Than Professional Investor Is Deemed to Be Professional Investor)

第五十二条の十三の十三　準用金融商品取引法第三十四条の四第六項において準用する準用金融商品取引法第三十四条の三第二項に規定する内閣府令で定める場合は、保険金信託業務を行う生命保険会社等が一定の日を定め、次に掲げる事項を当該保険金信託業務を行う生命保険会社等の営業所又は事務所の公衆の見やすい場所への掲示その他の適切な方法により公表している場合とする。

Article 52-13-13 (1) The case to be specified by Cabinet Office Order, as provided in Article 34-3, paragraph (2) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis as applied mutatis mutandis pursuant to Article 34-4, paragraph (6) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, is the case where a life insurance company, etc. carrying out insurance proceeds trust business has designated a certain date and publicized the following matters by posting them at a place easily accessible to the public at its business office or any other office, or by any other appropriate means:

一　当該日

(i) that designated date; and

二　次項に規定する日を期限日（準用金融商品取引法第三十四条の四第六項において準用する準用金融商品取引法第三十四条の三第二項第二号に規定する期限日をいう。次条第二項第一号及び第五十二条の十三の十四の二において同じ。）とする旨

(ii) to the effect that the day provided in the following paragraph is the expiration date (meaning the expiration date provided in Article 34-3, paragraph (2), item (ii) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis as applied mutatis mutandis pursuant to Article 34-4, paragraph (6) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis; the same applies in paragraph (2), item (i) of the following Article and Article 52-13-14-2).

２　準用金融商品取引法第三十四条の四第六項において準用する準用金融商品取引法第三十四条の三第二項に規定する内閣府令で定める日は、保険金信託業務を行う生命保険会社等が前項の規定により定めた日であって承諾日から起算して一年以内の日のうち最も遅い日とする。

(2) The date to be specified by Cabinet Office Order, as provided in Article 34-3, paragraph (2) of the Act as applied mutatis mutandis pursuant to Article 34-4, paragraph (6) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, is the date designated by the life insurance company, etc. carrying out insurance proceeds trust business pursuant to the provisions of the preceding paragraph, which is the latest of the days prior to the first anniversary of the date of acceptance.

（申出をした特定投資家以外の顧客である個人が同意を行う書面の記載事項）

(Matters to Be Stated in Document Indicating Consent by an Individual Who Is a Customer Other Than Professional Investors That Made a Request)

第五十二条の十三の十四　準用金融商品取引法第三十四条の四第六項において準用する準用金融商品取引法第三十四条の三第二項第四号イに規定する内閣府令で定める事項は、準用金融商品取引法第四十五条各号（第三号及び第四号を除く。）に掲げる規定は、対象契約（同項第二号に規定する対象契約をいう。次項及び第五十二条の十三の十四の三において同じ。）に関して申出者が当該各号に定める者である場合には適用されない旨とする。

Article 52-13-14 (1) The matters to be specified by Cabinet Office Order, as provided in Article 34-3, paragraph (2), item (iv), (a) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, as applied mutatis mutandis pursuant to Article 34-4, paragraph (6) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are the fact that the provisions stated in the items (excluding the items (iii) and (iv)) of Article 45 of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis do not apply to the cases where the applicant falls under any of the persons prescribed respectively in those items in regard to the subject contract (meaning the subject contract provided in Article 34-3, paragraph (2), item (ii) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis; the same applies in the following paragraph and Article 52-13-14-3).

２　準用金融商品取引法第三十四条の四第六項において準用する準用金融商品取引法第三十四条の三第二項第七号に規定する内閣府令で定める事項は、次に掲げる事項とする。

(2) The matters to be specified by Cabinet Office Order, as provided in Article 34-3, paragraph (2), item (vii) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis as applied mutatis mutandis pursuant to Article 34-4, paragraph (6) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are as follows:

一　期限日以前に締結した対象契約に関して法令の規定又は契約の定めに基づいて行う行為については、期限日後に行うものであっても、申出者を特定投資家として取り扱う旨

(i) that, regarding any activities conducted pursuant to the provisions of laws and regulations or the contract in connection with the subject contract concluded on or prior to the expiration date, the applicant is treated as a professional investor, even in the cases where the activity is conducted after the expiration date;

二　申出者は、準用金融商品取引法第三十四条の四第六項において準用する準用金融商品取引法第三十四条の三第二項の規定による承諾を行った保険金信託業務を行う生命保険会社等のみから対象契約に関して特定投資家として取り扱われることになる旨

(ii) that the applicant is to be treated as a professional investor in regard to the subject contract, only by the life insurance company, etc. carrying out insurance proceeds trust business which has given an approval pursuant to the provisions of Article 34-3, paragraph (2) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, as applied mutatis mutandis pursuant to Article 34-4, paragraph (6) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis; and

三　申出者は、承諾日後いつでも、準用金融商品取引法第三十四条の四第四項の規定による申出ができる旨

(iii) that the applicant may make a request under Article 34-4, paragraph (4) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis at any time after the date of acceptance.

（申出をした特定投資家以外の顧客である個人が更新申出をするために必要な期間）

(Period Required to Be Elapsed before an Individual, Who Is a Customer Other Than Professional Investors That Made a Request, Makes a Request for Renewal)

第五十二条の十三の十四の二　準用金融商品取引法第三十四条の四第六項において準用する準用金融商品取引法第三十四条の三第七項に規定する内閣府令で定める期間は、十一月（次の各号に掲げる場合にあっては、当該各号に定める期間）とする。

Article 52-13-14-2 (1) The period to be specified by Cabinet Office Order, as provided in Article 34-3, paragraph (7) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, as applied mutatis mutandis pursuant to Article 34-4, paragraph (6) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, is 11 months (or, if any of the following items applies, the periods specified in each item):

一　承諾日から期限日までの期間が一年に満たない場合（次号に掲げる場合を除く。）　当該期間から一月を控除した期間

(i) if the period from the date of acceptance to the expiration date is less than one year (excluding the case stated in the following item), a period deducting one month from the period; or

二　承諾日から期限日までの期間が一月を超えない場合　一日

(ii) if the period from the date of acceptance to the expiration date is one month or less, one day.

２　準用金融商品取引法第三十四条の四第六項において準用する準用金融商品取引法第三十四条の三第八項　に規定する場合における前項の規定の適用については、同項各号中「承諾日」とあるのは、「前回の期限日の翌日」とする。

(2) For the purpose of application of the preceding paragraph in the case provided in Article 34-3, paragraph (8) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, as applied mutatis mutandis pursuant to Article 34-4, paragraph (6) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, the "date of acceptance" in the items of the preceding paragraph is deemed to be replaced with "the day following the previous expiration date".

（特定投資家以外の顧客への復帰申出をした個人に交付する書面の記載事項）

(Matters to Be Specified in Documents to Be Delivered to an Individual Which Made a Request for Reinstatement as a Customer Other Than Professional Investors)

第五十二条の十三の十四の三　準用金融商品取引法第三十四条の四第六項　において準用する準用金融商品取引法第三十四条の三第十一項に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 52-13-14-3 The matters to be specified by Cabinet Office Order, as provided in Article 34-3, paragraph (11) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis as applied mutatis mutandis pursuant to Article 34-4, paragraph (6) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are as follows:

一　準用金融商品取引法第三十四条の四第五項　の規定による承諾をする日（第三号において「承諾日」という。）

(i) the date on which the request is accepted pursuant to Article 34-4, paragraph (5) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis (this date is referred to as "the date of acceptance" in item (iii));

二　対象契約が特定信託契約である旨

(ii) the fact that the subject contract is a specific trust agreement; and

三　承諾日以後に対象契約の締結の勧誘又は締結をする場合において、準用金融商品取引法第三十四条の四第四項　の規定による申出をした個人を再び特定投資家以外の顧客として取り扱う旨

(iii) a statement to the effect that the individual who submitted a request under Article 34-4, paragraph (4) of the Financial Instruments and Exchange

Act as Applied Mutatis Mutandis is to be treated once again as a customer other than professional investor when soliciting the individual to conclude, or concluding with the individual, the subject contract on or after the date of acceptance.

（広告類似行為）

(Acts Similar to Advertising)

第五十二条の十三の十五　準用金融商品取引法第三十七条各項に規定する内閣府令で定める行為は、郵便、信書便（民間事業者による信書の送達に関する法律（平成十四年法律第九十九号）第二条第六項（定義）に規定する一般信書便事業者又は同条第九項に規定する特定信書便事業者の提供する同条第二項に規定する信書便をいう。第二百三十四条の十五において同じ。）、ファクシミリ装置を用いて送信する方法、電子メール（特定電子メールの送信の適正化等に関する法律（平成十四年法律第二十六号）第二条第一号（定義）に規定する電子メールをいう。第二百三十四条の十五において同じ。）を送信する方法、ビラ又はパンフレットを配布する方法その他の方法（次に掲げるものを除く。）により多数の者に対して同様の内容で行う情報の提供とする。

Article 52-13-15 The acts to be specified by Cabinet Office Order, as provided in the paragraphs of Article 37 of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are the provision of identical information to many persons, by such means as postal mail, correspondence delivery service (meaning a correspondence delivery service as provided in Article 2, paragraph (2) of the Act on Correspondence Delivery by Private Business Operators (Act No. 99 of 2002) that is provided by a general correspondence delivery operator as provided in paragraph (6) of the same Article or by a specified correspondence delivery operator as provided in paragraph (9) of the same Article; the same applies in Article 234-15), transmission by facsimile devices, transmission by electronic mails (meaning the electronic mail provided in Article 2, item (i) of the Act on Regulations of Transmission of Specified Electronic Mail (Act No. 26 of 2002); the same applies in Article 234-15), or distribution of leaflets or pamphlets (excluding those stated in the following):

一　法令又は法令に基づく行政官庁の処分に基づき作成された書類を配布する方法

(i) distribution of documents prepared in accordance with laws or regulations, or in accordance with the dispositions rendered by administrative agencies under the laws and regulations;

二　個別の企業の分析及び評価に関する資料であって、特定信託契約の締結の勧誘に使用しないものを配布する方法

(ii) distribution of materials on the analysis and assessment of the respective companies which are not intended to be used for solicitation for the conclusion of a specific trust agreement;

三　次に掲げる全ての事項のみが表示されている景品その他の物品（ロからニまでに掲げる事項について明瞭かつ正確に表示されているものに限る。）を提供する方法

（当該事項のうち景品その他の物品に表示されていない事項がある場合にあっては、当該景品その他の物品と当該事項が表示されている他の物品とを一体のものとして提供する方法を含む。）

(iii) provision of premiums or any other goods only indicating all of the following information (limited to premiums or goods clearly and accurately indicating the information stated in (b) through (d)) (if any of the following information is not indicated on the premiums or other goods, the provision includes the case of provision of the premiums or other goods incorporating other goods indicating that information as their integral part):

イ　商品の名称（通称を含む。）

(a) the names of the instruments (including commonly known names);

ロ　この号に規定する方法により多数の者に対して同様の内容で行う情報の提供をする保険金信託業務を行う生命保険会社等の商号、名称若しくは氏名又はこれらの通称

(b) the trade name, name or alias of the life insurance company, etc. carrying out insurance proceeds trust business which provides identical information to many persons by the means provided in this item;

ハ　令第十三条の五の五第二項第一号に掲げる事項及び第五十二条の十三の十八第二号に掲げる事項（これらの事項の文字又は数字が当該事項以外の事項の文字又は数字のうち最も大きなものと著しく異ならない大きさで表示されているものに限る。）

(c) the matters stated in Article 13-5-5, paragraph (2), item (i) of the Cabinet Order and the matters stated in Article 52-13-18, item (ii) (limited to the case where the letters or numbers representing those matters are indicated in a size not substantially differing from the size of the largest letters or numbers representing matters other than those matters);

ニ　次に掲げるいずれかの書面の内容を十分に読むべき旨

(d) a notice indicating that the recipient of the notice is to read any of the following documents comprehensively:

（１）　準用金融商品取引法第三十七条の三第一項に規定する書面（以下この条から第五十二条の十三の二十四までにおいて「契約締結前交付書面」という。）

1. the document provided in Article 37-3, paragraph (1) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis (referred to below as the "document for delivery prior to conclusion of contract" in this Article through Article 52-13-24);

（２）　第五十二条の十三の二十二第一項第二号に規定する目論見書（同号の規定により当該目論見書と一体のものとして交付される書面がある場合には、当該目論見書及び当該書面）

2. the prospectus provided in Article 52-13-22, paragraph (1), item (ii) (if there is any document to be delivered as an integral part of the

prospectus pursuant to the provisions of that item, the prospectus and the document); and

（３）　第五十二条の十三の二十二第一項第三号ロに規定する契約変更書面

3. the explanatory document on amendment to contract terms provided in Article 52-13-22, paragraph (1), item (iii), (b).

（特定信託契約の締結の業務の内容についての広告等の表示方法）

(Method of Presentation of Advertisement, etc. on Details of Conclusion Service of Specific Trust Agreement)

第五十二条の十三の十六　保険金信託業務を行う生命保険会社等がその行う特定信託契約の締結の業務の内容について広告又は前条に規定する行為（以下この章において「広告等」という。）をするときは、準用金融商品取引法第三十七条第一項各号（第二号を除く。）に掲げる事項について明瞭かつ正確に表示しなければならない。

Article 52-13-16 (1) When a life insurance company, etc. carrying out insurance proceeds trust business intends to make an advertisement or to conduct any other acts provided in the preceding Article (referred to below as an "advertisement, etc." in this Chapter) regarding the details of its conclusion service of specific trust agreement, it must clearly and accurately indicate the matters stated in the items of Article 37, paragraph (1) (excluding item (ii)) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis.

２　保険金信託業務を行う生命保険会社等がその行う特定信託契約の締結の業務の内容について広告等をするときは、令第十三条の五の五第一項第二号に掲げる事項及び第五十二条の十三の十八第二号に掲げる事項の文字又は数字をこれらの事項以外の事項の文字又は数字のうち最も大きなものと著しく異ならない大きさで表示するものとする。

(2) When a life insurance company, etc. carrying out insurance proceeds trust business intends to make an advertisement, etc. regarding the details of its conclusion service of specific trust agreement, it is to indicate the letters or numbers representing the matters stated in Article 13-5-5, paragraph (1), item (ii) and Article 52-13-18, item (ii) of the Cabinet Order in a size not substantially differing from the size of the largest letters or numbers representing the matters other than those matters.

３　保険金信託業務を行う生命保険会社等がその行う特定信託契約の締結の業務の内容について一般放送事業者（放送法（昭和二十五年法律第百三十二号）第二条第三号の二に規定する一般放送事業者をいう。第五十二条の十三の十九第一項第二号、第二百三十四条の十六第三項及び第二百三十四条の十九第一項第二号において同じ。）の放送設備により放送をさせる方法又は第五十二条の十三の十九第一項各号に掲げる方法（音声により放送をさせる方法を除く。）により広告をするときは、前項の規定にかかわらず、令第十三条の五の五第二項第一号に掲げる事項及び第五十二条の十三の十八第二号に掲げる事項の文字又は数字をこれらの事項以外の事項の文字又は数字のうち最も大きなものと著しく異ならない大きさで表示するものとする。

(3) Notwithstanding the provisions of the preceding paragraph, when a life insurance company, etc. carrying out insurance proceeds trust business intends to advertise the details of its conclusion service of specific trust agreement by broadcasting by the broadcasting facilities of a private broadcaster (meaning the private broadcaster provided in Article 2, item (iii)-2 of the Broadcast Act (Act No. 132 of 1950); the same applies in Article 52-13-19, paragraph (1), item (ii), Article 234-16, paragraph (3) and Article 234-19, paragraph (1), item (ii)) or by any of the means stated in the items of Article 52-13-19, paragraph (1) (excluding the means of sound broadcasting), it is to indicate the letters or numbers representing the matters stated in Article 13-5-5, paragraph (2), item (i) and Article 52-13-18, item (ii) of the Cabinet Order in a size not substantially differing from the size of the largest letters or numbers representing the matters other than those matters.

（顧客が支払うべき対価に関する事項）

(Matters Related to Consideration Payable by Customers)

第五十二条の十三の十七　令第十三条の五の五第一項第一号に規定する内閣府令で定めるものは、手数料、報酬、費用その他いかなる名称によるかを問わず、特定信託契約に関して顧客が支払うべき対価（次項及び第五十二条の十三の二十第四号において「手数料等」という。）の種類ごとの金額若しくはその上限額又はこれらの計算方法（当該特定信託契約に係る信託財産の価額に対する割合又は当該特定信託契約の締結を行うことにより生じた利益に対する割合を含む。以下この項において同じ。）の概要及び当該金額とする。ただし、これらの表示をすることができない場合にあっては、その旨及びその理由とする。

Article 52-13-17 (1) The matters to be specified by Cabinet Office Order, as provided in Article 13-5-5, paragraph (1), item (i) of the Cabinet Order, are the amount of the consideration payable by customers in relation to a specific trust agreement irrespective of its name such as fees, remuneration, expenses or others (referred to as "fees, etc." in the following paragraph and Article 52-13-20, item (iv)), itemized by the types of the consideration or the upper limit, or the outline of the calculation formula (including the ratio to the value of the trust properties under the specific trust agreement, or the ratio to the profit generating from the conclusion of the specific trust agreement; the same applies below in this paragraph) as well as the amounts; provided, however, that if it is impossible to present these details, that fact and the reason are stated.

２　特定信託契約に係る信託財産の運用が投資信託受益権等（金融商品取引法第二条第一項第十号若しくは第十一号に掲げる有価証券に表示されるべき権利又は同条第二項第五号若しくは第六号に掲げる権利をいう。以下この条において同じ。）の取得により行われる場合には、前項の手数料等には、当該投資信託受益権等に係る信託報酬その他の手数料等を含むものとする。

(2) When the investment of trust properties related to the specific trust agreement is to be carried out by the acquisition of investment trust beneficial interests, etc. (meaning the rights to be indicated on the securities as stated in Article 2, paragraph (1), item (x) or (xi) of the Financial Instruments and Exchange Act, or the rights stated in paragraph (2), item (v) or (vi) of the same Article; the same applies below in this Article), the fees, etc. referred to in the preceding paragraph are to include a trust fee and any other fees, etc. related to the investment trust beneficial interests, etc.

３　前項の投資信託受益権等に係る財産が他の投資信託受益権等に対して出資され、又は拠出される場合には、当該他の投資信託受益権等を同項の投資信託受益権等とみなして、前二項の規定を適用する。

(3) When the property related to the investment trust beneficial interests, etc. referred to in the preceding paragraph are to be invested or contributed in another investment trust beneficial interests, etc., the other investment trust beneficial interests, etc. are deemed to be the investment trust beneficial interests, etc. referred to in the preceding paragraph, and the provisions of the preceding two paragraphs apply.

４　前項の規定は、同項（この項において準用する場合を含む。）の規定により第二項の投資信託受益権等とみなされた投資信託受益権等に係る財産が他の投資信託受益権等に対して出資され、又は拠出される場合について準用する。

(4) The provisions of the preceding paragraph apply mutatis mutandis to cases where the property related to the investment trust beneficial interests, etc. which is deemed to be the investment trust beneficial interests, etc. pursuant to the provisions of the same paragraph (including as applied mutatis mutandis pursuant to this paragraph) is to be invested or contributed in another investment trust beneficial interests, etc.

（顧客の判断に影響を及ぼす重要事項）

(Important Matters Which May Have Impact on Customers' Decision)

第五十二条の十三の十八　令第十三条の五の五第一項第三号に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 52-13-18 The matters to be specified by Cabinet Office Order, as provided in Article 13-5-5, paragraph (1), item (iii) of the Cabinet Order, are the following matters:

一　当該特定信託契約に関する重要な事項について顧客の不利益となる事実

(i) facts regarding important matters concerning the relevant specific trust agreement that are disadvantageous to customers;

二　暗号等資産関連有価証券の信託（主として暗号等資産関連有価証券（金融商品取引業等に関する内閣府令第百四十六条の三第二項に規定する暗号等資産関連有価証券をいう。）を含む信託財産の管理又は処分を行う信託をいう。以下同じ。）を内容とする特定信託契約について広告等をする場合にあっては、次に掲げる事項

(ii) in the case of making an advertisement, etc. in regard to a specific trust agreement for a trust of securities related to crypto- and other asset (meaning a trust for managing or disposing trust property mainly comprising securities related to crypto- and other asset (meaning the securities related to crypto- and other asset prescribed in Article 146-3, paragraph (2) of the Cabinet Office Order on Financial Instruments Business; the same applies below)), the following matters:

イ　暗号等資産は本邦通貨又は外国通貨でないこと。

(a) the fact that crypto- and other assets are not the Japanese currency or a foreign currency; and

ロ　暗号等資産は代価の弁済を受ける者の同意がある場合に限り代価の弁済のために使用することができること。

(b) the fact that crypto- and other assets can be used for paying consideration only with the consent of the person who receives payment of consideration.

（一般放送事業者の放送設備により放送をさせる方法に準ずる方法等）

(Method Equivalent to Broadcasting Using Broadcasting Facilities of Private Broadcaster)

第五十二条の十三の十九　令第十三条の五の五第二項に規定する内閣府令で定める方法は、次に掲げるものとする。

Article 52-13-19 (1) The methods to be specified by Cabinet Office Order, as provided in Article 13-5-5, paragraph (2) of the Cabinet Order, are as follows:

一　次に掲げる者の放送設備により放送をさせる方法

(i) to broadcast using the broadcasting facilities of any of the following persons:

イ　有線テレビジョン放送事業者（有線テレビジョン放送法（昭和四十七年法律第百十四号）第二条第四項の有線テレビジョン放送事業者をいう。第二百三十四条の十九第一項第一号イにおいて同じ。）

(a) cable television broadcaster (meaning the cable television broadcaster prescribed in Article 2, paragraph (4) of the Cable Television Broadcast Act (Act No. 114 of 1972); the same applies in Article 270, paragraph (1), item (i), (a));

ロ　有線ラジオ放送（有線ラジオ放送業務の運用の規正に関する法律（昭和二十六年法律第百三十五号）第二条の有線ラジオ放送をいう。第二百三十四条の十九第一項第一号ロにおいて同じ。）の業務を行う者

(b) a person engaged in the business of cable radio broadcasting (meaning cable radio broadcasting as prescribed in Article 2 of the Act on Regulations on Cable Radio Broadcasting Services (Act No. 135 of 1951); the same applies in Article 270, paragraph (1), item (i), (b)); or

ハ　電気通信役務利用放送（電気通信役務利用放送法（平成十三年法律第八十五号）第二条第一項の電気通信役務利用放送をいう。第二百三十四条の十九第一項第一号ハにおいて同じ。）の業務を行う者

(c) a person engaged in the business of broadcast on telecommunications (meaning broadcast on telecommunications as prescribed in Article 2, paragraph (1) of the Act on Broadcast on Telecommunications (Act No. 85 of 2001); the same applies in Article 270, paragraph (1), item (i), (c));

二　保険金信託業務を行う生命保険会社等又は当該生命保険会社等が行う広告等に係る業務の委託を受けた者の使用に係る電子計算機に備えられたファイルに記録された情報の内容（一般放送事業者の放送設備により放送をさせる方法又は前号に掲げる方法により提供される事項と同一のものに限る。）を電気通信回線を利用して顧客に閲覧させる方法

(ii) to make available for the customer's inspection the details of the information recorded into the files stored on the computer used by a life insurance company, etc. carrying out insurance proceeds trust business or by a person who has been entrusted with the service of an advertisement, etc. to be carried out by the life insurance company, etc. carrying out insurance proceeds trust business (limited to information identical to that provided by broadcasting using the broadcasting facilities of a private broadcaster or by the means stated in the preceding item) via telecommunications line; or

三　常時又は一定の期間継続して屋内又は屋外で公衆に表示させる方法であって、看板、立看板、はり紙及びはり札並びに広告塔、広告板、建物その他の工作物等に掲出させ、又は表示させるもの並びにこれらに類するもの

(iii) to expose to the public an indoor or outdoor advertisement regularly or continuously for a fixed period, by posting or indicating it on signboards, standing signboards, bills, notices, advertising towers, billboards, buildings or any other structures, or any other methods similar thereto.

２　令第十三条の五の五第二項第二号に規定する内閣府令で定める事項は、第五十二条の十三の十五第三号ニ及び前条第二号に掲げる事項とする。

(2) The matters to be specified by Cabinet Office Order, as provided in Article 13-5-5, paragraph (2), item (ii) of the Cabinet Order, are the matters stated in Article 52-13-15, item (iii), (d) and item (ii) of the preceding Article.

（誇大広告をしてはならない事項）

(Matters Prohibited from Misleading Advertisement)

第五十二条の十三の二十　準用金融商品取引法第三十七条第二項に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 52-13-20 The matters to be specified by Cabinet Office Order, as provided in Article 37, paragraph (2) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are as follows:

一　特定信託契約の解除に関する事項

(i) the matters related to cancellation of a specific trust agreement;

二　特定信託契約に係る損失の全部若しくは一部の負担又は利益の保証に関する事項

(ii) the matters related to the sharing of all or part of the losses or a guarantee

of profit, in connection with a specific trust agreement;
三　特定信託契約に係る損害賠償額の予定（違約金を含む。）に関する事項
(iii) the matters related to agreement for liquidated damages (including penalties) related to the specific trust agreement;
四　特定信託契約に関して顧客が支払うべき手数料等の額又はその計算方法、支払の方法及び時期並びに支払先に関する事項
(iv) the matters related to the amount of the fees, etc. payable by customers in connection with a specific trust agreement or the method of calculation for those fees, etc., and the method and timing of the payment of those fees, etc. and the payee of those fees, etc.
五　電子記録移転有価証券表示権利等（金融商品取引業等に関する内閣府令第一条第四項第十七号に規定する電子記録移転有価証券表示権利等をいう。以下同じ。）に関する特定信託契約について広告等をする場合にあっては、次に掲げる事項
(v) in the case of making an advertisement, etc. in regard to a specific trust agreement for electronically recorded transferable rights to be indicated on securities, etc. (meaning the electronically recorded transferable rights to be indicated on securities, etc. prescribed in Article 1, paragraph (4), item (xvii) of the Cabinet Office Order on Financial Instruments Business; the same applies below), the following matters:
イ　電子記録移転有価証券表示権利等の性質
(a) the nature of the electronically recorded transferable rights to be indicated on securities, etc.;
ロ　電子記録移転有価証券表示権利等に係る保有又は移転の仕組みに関する事項
(b) the matters related to the mechanism for the holding and transfer of the electronically recorded transferable rights to be indicated on securities, etc.;
六　暗号等資産関連有価証券の信託を内容とする特定信託契約について広告等をする場合にあっては、次に掲げる事項
(vi) in the case of making an advertisement, etc. in regard to a specific trust agreement for a trust of securities related to crypto- and other assets, the following matters:
イ　暗号等資産の性質
(a) the nature of the crypto- and other assets;
ロ　暗号等資産の保有又は移転の仕組みに関する事項
(b) the matters related to the mechanism for the holding and transfer of the crypto-and other assets;
ハ　暗号等資産の取引高若しくは価格の推移又はこれらの見込みに関する事項
(c) the matters related to changes in transaction volumes or prices of the crypto-and other assets or prospects for these;
ニ　暗号等資産に表示される権利義務の内容に関する事項
(d) the matters related to the content of the rights and obligations indicated

on the crypto- and other assets; and

ホ　暗号等資産を発行し、若しくは発行しようとする者、暗号等資産に表示される権利に係る債務者又は暗号等資産の価値若しくは仕組みに重大な影響を及ぼすことができる者の資力若しくは信用又はその行う事業に関する事項

(e) the matters related to the financial resources or credit of the person who issues or intends to issue the crypto- and other assets, the debtor related to the rights indicated on the crypto- and other assets, or the person who can exert a material impact on the value or the mechanism of the crypto- and other assets, or the business conducted by the person.

（契約締結前交付書面の記載方法）

(Method of Statement of Document for Delivery Prior to Conclusion of Contract)

第五十二条の十三の二十一　契約締結前交付書面には、準用金融商品取引法第三十七条の三第一項各号（第二号から第四号まで及び第六号を除く。）に掲げる事項を産業標準化法（昭和二十四年法律第百八十五号）に基づく日本産業規格（以下「日本産業規格」という。）Ｚ八三〇五に規定する八ポイント以上の大きさの文字及び数字を用いて明瞭かつ正確に記載しなければならない。

Article 52-13-21 (1) The matters stated in the items of Article 37-3, paragraph (1) (excluding items (ii) through (iv) and item (vi)) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis must be stated unambiguously and accurately in the document for delivery prior to conclusion of contract by using letters, characters and numerals larger than 8-point as provided in JIS Z8305 of the Japanese Industrial Standards under the Industrial Standardization Act (Act No. 185 of 1949) (referred to below as the "JIS").

２　前項の規定にかかわらず、契約締結前交付書面には、準用金融商品取引法第三十七条の三第一項第五号及び第五十二条の十三の二十三第一項第八号に掲げる事項を枠の中に日本産業規格Ｚ八三〇五に規定する十二ポイント以上の大きさの文字及び数字を用いて明瞭かつ正確に記載し、かつ、次項に規定する事項の次に記載するものとする。

(2) Notwithstanding the provisions of the preceding paragraph, the matters stated in Article 37-3, paragraph (1), item (v) and Article 52-13-23, paragraph (1), item (viii) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis are to be stated unambiguously and accurately after the matters required to be provided in the following paragraph in the frame of the document for delivery prior to conclusion of contract by using letters, characters and numerals larger than 12-point as provided in the JIS Z8305.

３　保険金信託業務を行う生命保険会社等は、契約締結前交付書面には、第五十二条の十三の二十三第一項第一号に掲げる事項及び準用金融商品取引法第三十七条の三第一項各号（第二号から第四号まで及び第六号を除く。）に掲げる事項のうち顧客の判断に影響を及ぼすこととなる特に重要なものを、日本産業規格Ｚ八三〇五に規定する十二ポイント以上の大きさの文字及び数字を用いて当該契約締結前交付書面の最初に平

易に記載するものとする。
(3) A life insurance company, etc. carrying out insurance proceeds trust business is to, when preparing the document for delivery prior to conclusion of contract, state plainly the matter stated in Article 52-13-23, paragraph (1), item (i) and items of Article 37-3, paragraph (1) (excluding items (ii) through (iv) and item (vi) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis), and particularly important matters that may have an impact on customers' judgment among the matters stated in the items of Article 37-3, paragraph (1) of the Act at the beginning of the document for delivery prior to conclusion of contract by using letters, characters and numerals larger than 12-point as provided in the JIS Z8305.

（契約締結前交付書面の交付を要しない場合）
(Exemption from Requirement of Delivery of Document for Delivery Prior to Conclusion of Contract)
第五十二条の十三の二十二　準用金融商品取引法第三十七条の三第一項ただし書に規定する内閣府令で定める場合は、次に掲げる場合とする。
Article 52-13-22 (1) The cases to be specified by Cabinet Office Order, as provided in the proviso to Article 37-3, paragraph (1) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are as follows:
一　顧客と同一の内容の特定信託契約を締結したことがあり、かつ、準用金融商品取引法第三十七条の三第一項の規定により当該顧客に当該特定信託契約に係る契約締結前交付書面を交付したことがある場合（当該顧客から契約締結前交付書面の交付を要しない旨の意思の表明があった場合に限る。）
(i) the case where the specific trust agreement with the identical terms and conditions had been concluded with a customer in the past, and where, pursuant to the provisions of Article 37-3, paragraph (1) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, the document for delivery prior to conclusion of contract related to the specific trust agreement had been delivered to the customer (limited to the case where the customer has manifested the intension that delivery of the document for delivery prior to conclusion of contract is not necessary);
二　当該顧客に対し目論見書（金融商品取引法第二条第十項（定義）に規定する目論見書をいい、前条に規定する方法に準ずる方法により当該契約締結前交付書面に記載すべき事項のすべてが記載されているものに限る。）を交付している場合（目論見書（同項に規定する目論見書をいう。）に当該事項のすべてが記載されていない場合にあっては、当該目論見書及び当該事項のうち当該目論見書に記載されていない事項のすべてが記載されている書面を一体のものとして交付している場合を含む。）又は同法第十五条第二項第二号（届出の効力発生前の有価証券の取引禁止及び目論見書の交付）に掲げる場合
(ii) if the customer has been provided a prospectus (meaning a prospectus as

provided in Article 2, paragraph (10) (Definitions) of the Financial Instruments and Exchange Act; and limited to a prospectus containing all of the matters to be stated in the document for delivery prior to conclusion of contract, as prepared in accordance with the methods equivalent to those provided in the preceding Article) (if the prospectus (meaning a prospectus as provided in the same paragraph) does not contain all of the matters, including the cases where a document stating all of the matters not contained in that document has been delivered as an integral part of that prospectus), or in the cases stated in Article 15, paragraph (2), item (ii) (Prohibition of Transactions of Securities and Delivery of Prospectus Before Effectuation of Notifications) of that Act;

三　既に成立している特定信託契約の一部の変更をすることを内容とする特定信託契約を締結しようとする場合においては、次に掲げるとき。

(iii) where the life insurance company, etc. carrying out insurance proceeds trust business intends to conclude a specific trust agreement for the purpose of effecting a partial change to any term of a specific trust agreement already in effect, the following cases:

イ　当該変更に伴い既に成立している特定信託契約に係る契約締結前交付書面の記載事項に変更すべきものがないとき。

(a) where the partial change does not result in a change to the matters to be stated in the document for delivery prior to conclusion of contract related to the specific trust agreement already in effect;

ロ　当該変更に伴い既に成立している特定信託契約に係る契約締結前交付書面の記載事項に変更すべきものがある場合にあっては、当該顧客に対し当該変更すべき記載事項を記載した書面（次号及び次項並びに第五十二条の十三の二十四第二号ハにおいて「契約変更書面」という。）を交付しているとき。

(b) if the partial change results in a change to the matters to be stated in the document for delivery prior to conclusion of contract related to the specific trust agreement already in effect, the cases where the life insurance company, etc. carrying out insurance proceeds trust business has delivered to the customer a document stating the matters subject to the change (referred to below as the "explanatory document on amendment to contract terms" in the following item, the following paragraph and Article 52-13-24, item (ii), (c));

四　当該顧客に対し、簡潔な重要情報提供等を行い、かつ、準用金融商品取引法第三十七条の三第一項第五号及び第七号に掲げる事項（第三号ロに規定する場合にあっては、同号の変更に係るものに限る。）について当該顧客の知識、経験、財産の状況及び特定信託契約を締結する目的に照らして当該顧客に理解されるために必要な方法及び程度による説明をしている場合（当該顧客に対し契約締結前交付書面（第三号ロに規定する場合にあっては、契約締結前交付書面又は契約変更書面。以下この号並びに第三項第二号及び第三号において同じ。）に記載すべき事項を、電子情

報処理組織を使用して顧客の閲覧に供する方法により提供している場合において、次に掲げる要件の全てを満たすときに限り、当該顧客から契約締結前交付書面の交付の請求があった場合を除く。)

(iv) when the provision, etc. of important information in a simple manner has been conducted and explanations have been given to a customer on the matters stated in Article 37-3, paragraph (1), items (v) and (vii) of the Financial Instruments and Exchange Act as applied mutatis mutandis (in the cases specified in item (iii), (b), limited to the matters related to the change as prescribed in that item), in a manner and to the extent necessary for ensuring that the customer understands the matters, in light of the customer's knowledge, experience, and conditions of property and in light of the purpose of concluding the specified trust contract (when the matters to be stated in a document for delivery prior to conclusion of contract (in the cases as prescribed in item (iii), (b), a document for delivery prior to conclusion of contract or explanatory document on changes to contract information; the same applies below in this item, and paragraph (3), items (ii) and (iii)) are provided to the relevant customer by using an electronic data processing system in a manner that makes them available for customers' inspection, excluding the cases where the customer requests delivery of the document for delivery prior to conclusion of contract only where the following requirements are fully satisfied):

イ　当該契約締結前交付書面に記載すべき事項を、当該顧客の使用に係る電子計算機の映像面において、当該顧客にとって見やすい箇所に前条に規定する方法に準じて表示されるようにしていること(当該閲覧に供する方法が第五十二条の十三の六第二項第一号に掲げる基準に適合するものである場合を除く。)。

(a) matters to be stated in the document for delivery prior to conclusion of contract have been displayed in an easily visible location for the customer, on the screen of a computer used by the customer in accordance with the method prescribed in the preceding Article (excluding the cases where the manner to make them available for customers' inspection conforms to the standards stated in Article 52-13-6, paragraph (2), item (i)); and

ロ　当該契約締結前交付書面に記載すべき事項に掲げられた取引を最後に行った日以後五年間(当該期間が終了する日までの間に当該事項に係る苦情の申出があったときは、当該期間が終了する日又は当該苦情が解決した日のいずれか遅い日までの間)、当該顧客が常に容易に当該事項を閲覧することができる状態に置く措置がとられていること。

(b) measures are taken to keep the matters to be stated in the document for delivery prior to conclusion of contract easily available for the customer's inspection for five years after the day of the last transaction stated in the relevant matters to be contained (if a complaint related to those matters is made prior to the last day of that period, until the last day of the period or the day when the complaint is resolved, whichever comes later).

２　準用金融商品取引法第三十四条の二第四項及び令第十三条の五の三の規定並びに第五十二条の十三の六及び第五十二条の十三の七の規定は、前項第二号の規定による同号に規定する書面の交付及び同項第三号ロの規定による契約変更書面の交付について準用する。

(2) The provisions of Article 34-2, paragraph (4) of the Financial Instruments and Exchange Act as applied mutatis mutandis, Article 13-5-3 of the Cabinet Order, and Articles 52-13-6 and 52-13-7 of these Regulations apply mutatis mutandis to delivery of a document provided in item (ii) of the preceding paragraph under that item, as well as to delivery of explanatory document on amendment to contract terms under item (iii), (b) of that paragraph.

３　第一項第四号の「簡潔な重要情報提供等」とは、次に掲げる事項を簡潔に記載した書面の交付又は当該書面に記載すべき事項の第五十二条の十三の六第一項各号に掲げる方法による提供をし、これらの事項について説明をすること（第一号の質問例に基づく顧客の質問に対して回答をすることを含む。）をいう。

(3) The term "provision, etc. of important information in a simple manner" in paragraph (1), item (iv) means to deliver a document stating the following matters in a simple manner or to provide the matters to be stated in the document by means stated in the items of Article 52-13-6, paragraph (1) in order to give explanation on these matters (including to reply to customers' questions based on the examples of questions as referred to in item (i)):

一　準用金融商品取引法第三十七条の三第一項各号（第二号から第四号まで及び第六号を除く。）に掲げる事項（第一項第三号ロに規定する場合にあっては、同号の変更に係るものに限る。）のうち特定信託契約の締結についての顧客の判断に資する主なものの概要及びこれに関する質問例

(i) outline of major matters stated in the items (excluding items (ii) through (iv) and item (vi)) of Article 37-3, paragraph (1) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis (in the cases provided in paragraph (1), item (iii), (b), limited to the matters related to the change as referred to in that item) that contribute to the decision of customers on conclusion of a specific trust agreement and examples of questions related to it;

二　契約締結前交付書面に記載すべき事項の提供を受けるために必要な情報及び当該提供を受ける事項の内容を十分に読むべき旨

(ii) the fact that information necessary to receive provision of matters to be stated in the document for delivery prior to conclusion of contract and the details of the matters to be provided is to be read comprehensively; and

三　顧客から請求があるときは契約締結前交付書面を交付する旨

(iii) the fact that a document for delivery prior to conclusion of contract will be delivered at the request of a customer.

（契約締結前交付書面の記載事項）
(Matters to Be Stated in Document for Delivery Prior to Conclusion of Contract)
第五十二条の十三の二十三　準用金融商品取引法第三十七条の三第一項第七号に規定する内閣府令で定める事項は、次に掲げる事項とする。
Article 52-13-23 (1) The matters to be specified by Cabinet Office Order, as provided to in Article 37-3, paragraph (1), item (vii) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are as follows:
一　当該契約締結前交付書面の内容を十分に読むべき旨
(i) a notice indicating that the recipient of the document for delivery prior to conclusion of contract is to read the details of the notice comprehensively;
二　損失の危険に関する事項
(ii) the matters related to risk of loss;
三　法第九十九条第八項において準用する金融機関の信託業務の兼営等に関する法律第六条の規定による元本補てん又は利益の補足の契約をする場合には、その割合その他これに関する事項
(iii) if a contract for compensation of principal or supplementation of profit under Article 6 of the Act on Engagement in Trust Business by Financial Institutions as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act is to be concluded, the percentage and any other information relevant to the contract;
四　当該信託に係る受益権の譲渡手続に関する事項
(iv) the matters related to procedures to transfer beneficial interest in the trust;
五　当該信託に係る受益権の譲渡に制限がある場合は、その旨及び当該制限の内容
(v) if the transfer of beneficial interest in the trust is restricted, that fact as well as the details of that restriction; and
六　次に掲げる事項について特別の定めをする場合は、当該定めに関する事項
(vi) if, in connection with the following matters, any special provisions are to be provided, the matters related to those provisions:
イ　受託者が複数である場合における保険金信託業務の処理
(a) handling of insurance proceeds trust business, if there are two or more trustees;
ロ　受託者の辞任
(b) resignation of the trustee;
ハ　受託者の任務終了の場合の新受託者の選任
(c) appointment of a new trustee, when the duty of the trustee is terminated; and
ニ　信託終了の事由
(d) the grounds for termination of the trust;
七　受託者の公告の方法（公告の期間を含む。以下同じ。）

(vii) method of public notice of trustee (including the period of public notice; the same applies below);

八　顧客が行う特定信託契約の締結について金利、通貨の価格、金融商品市場における相場その他の指標に係る変動を直接の原因として損失が生ずることとなるおそれがある場合にあっては、次に掲げる事項

(viii) if there are risks that a loss could be incurred due to fluctuations in interest rates, the value of currencies, quotations on the financial instruments market, and other indicators as a direct cause in relation to the conclusion of a specific trust agreement by a customer, the following matters:

イ　当該指標

(a) the indicator(s); and

ロ　当該指標に係る変動により損失が生ずるおそれがある理由

(b) a reason that a loss may be incurred due to fluctuations in the indicator(s);

九　当該特定信託契約に関する租税の概要

(ix) outline of the taxation on the specific trust agreement;

十　顧客が当該保険金信託業務を行う生命保険会社等に連絡する方法

(x) the method whereby a customer contacts the life insurance company, etc. carrying out insurance proceeds trust business;

十一　当該保険金信託業務を行う生命保険会社等が対象事業者（金融商品取引法第七十九条の十一第一項（対象事業者）に規定する対象事業者をいう。以下同じ。）となっている認定投資者保護団体（同法第七十九条の十第一項（業務廃止の届出）に規定する認定投資者保護団体をいい、当該特定信託契約が当該認定投資者保護団体の認定業務（同項に規定する認定業務をいう。第二百三十四条の二十四第一項第十二号において同じ。）の対象となるものである場合における当該認定投資者保護団体に限る。）の有無（対象事業者となっている場合にあっては、その名称）

(xi) information as to whether the life insurance company, etc. carrying out insurance proceeds trust business is a target business operator (meaning a target business operator as provided in Article 79-11, paragraph (1) (Target Business Operators) of the Financial Instruments and Exchange Act; the same applies below) of any certified investor protection organization (meaning a certified investor protection organization as provided in Article 79-10, paragraph (1) (Notification of Abolition of Business) of that Act; and limited to the certified investor protection organization when the specific trust agreement is covered by the certified business (meaning the certified business as provided in the same paragraph; the same applies in Article 234-24, paragraph (1), item (xii)) of the certified investor protection organization) (if it is a target business operator of the certified investor protection organization, its name);

十二　次のイ又はロに掲げる場合の区分に応じ、当該イ又はロに定める事項

(xii) in accordance with the categories as respectively stated in (a) or (b), the

matters specified in (a) or (b) below:
イ　当該保険金信託業務を行う生命保険会社等が行う保険業務等をその紛争解決等業務の種別とする指定紛争解決機関が存在する場合　当該保険金信託業務を行う生命保険会社等（法第二百四十条第一項第一号の規定により外国生命保険会社等とみなされる免許特定法人（法第二百二十三条第一項に規定する免許特定法人をいう。以下この号において同じ。）の引受社員の場合にあっては、当該引受社員を社員とする免許特定法人。ロにおいて同じ。）が法の規定により自己の保険業務等に係る手続実施基本契約を締結する措置を講ずる当該手続実施基本契約の相手方である指定紛争解決機関の商号又は名称
(a) in the case where there is a designated dispute resolution organization, for which category of business of dispute resolution, etc. is the insurance business, etc. conducted by a life insurance company, etc. carrying out the insurance proceeds trust business, a trade name or name of the designated dispute resolution organization, which is a party to a basic contract for implementation of dispute resolution procedures to be concluded by the life insurance company, etc. carrying out the insurance proceeds trust business (in the case of an underwriting member of a licensed specified corporation (meaning the licensed specified corporation provided in Article 223, paragraph (1) of the Act; the same applies in this item) deemed to be a foreign life insurance company, etc. pursuant to Article 240, paragraph (1), item (i) of the Act, the life insurance company, etc. carrying out the insurance proceeds trust business means the licensed specified corporation whose member is the underwriting member; the same applies in (b)) as the measure to conclude a basic contract for implementation of dispute resolution procedures for its own insurance business, etc. pursuant to the provisions of the Act;
ロ　当該保険金信託業務を行う生命保険会社等が行う保険業務等をその紛争解決等業務の種別とする指定紛争解決機関が存在しない場合　当該保険金信託業務を行う生命保険会社等が法の規定により講ずる自己の保険業務等に関する苦情処理措置（法第百五条の二第一項第二号に規定する苦情処理措置をいう。以下同じ。）及び紛争解決措置（同号に規定する紛争解決措置をいう。以下同じ。）の内容
(b) in the case where there is not a designated dispute resolution organization, for which category of business of dispute resolution, etc. is the insurance business, etc. conducted by a life insurance company, etc. carrying out the insurance proceeds trust business, the content of the complaint processing measures (meaning the complaint processing measures provided in Article 105-2, paragraph (1), item (ii) of the Act; the same applies below) and dispute resolution measures (meaning the dispute resolution measures provided in that item; the same applies below) related to its own insurance business, etc. as the measures to be taken by the life insurance company, etc. carrying out the insurance proceeds trust business

pursuant to the provisions of the Act; or

十三　当該特定信託契約が電子記録移転有価証券表示権利等に関するものである場合にあっては、当該電子記録移転有価証券表示権利等の概要その他当該電子記録移転有価証券表示権利等の性質に関し顧客の注意を喚起すべき事項

(xiii) in cases where the specific trust agreement relates to electronically recorded transferable rights to be indicated on securities, etc., the outline of the electronically recorded transferable rights to be indicated on securities, etc. and other matters which require the attention of customers regarding the nature of the electronically recorded transferable rights to be indicated on securities, etc.

２　保険金信託業務を行う生命保険会社等が信託法（平成十八年法律第百八号）第二条第十二項に規定する限定責任信託の引受けを行った場合にあっては、準用金融商品取引法第三十七条の三第一項第七号に規定する内閣府令で定める事項は、前項各号に掲げるもののほか、次に掲げる事項とする。

(2) If a life insurance company, etc. carrying out insurance proceeds trust business has accepted a limited liability trust as provided in Article 2, paragraph (12) of the Trust Act (Act No. 108 of 2006), the matters to be specified by Cabinet Office Order, as provided in Article 37-3, paragraph (1), item (vii) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis are the following matters, beyond the matters as stated in the items of the preceding paragraph:

一　限定責任信託の名称

(i) the name of the limited liability trust;

二　限定責任信託の事務処理地（信託法第二百十六条第二項第四号に規定する事務処理地をいう。）

(ii) place where the affairs of the limited liability trust are to be handled (meaning the place where the affairs are to be handled as provided in Article 216, paragraph (2), item (iv) of the Trust Act); and

三　給付可能額（信託法第二百二十五条に規定する給付可能額をいう。）及び受益者に対する信託財産に係る給付は当該給付可能額を超えてすることはできない旨

(iii) the amount payable (meaning the amount payable provided in Article 225 of the Trust Act), and the fact that the benefit related to the trust property in excess of the payable amount cannot be paid to the beneficiaries.

（投資家保護に欠けるおそれが少ないと認められる信用格付）

(Credit Rating Recognized as Being Unlikely to Result in Insufficient Protection of Investors)

第五十二条の十三の二十三の二　準用金融商品取引法第三十八条第三号に規定する内閣府令で定めるものは、次に掲げるものとする。

Article 52-13-23-2 The credit rating to be specified by Cabinet Office Order, as provided in Article 38, item (iii) of the Financial Instruments and Exchange

Act as Applied Mutatis Mutandis, is as follows:

一　当該特定信託契約に係る資産証券化商品（金融商品取引業等に関する内閣府令第二百九十五条第三項第一号（定義）に規定する資産証券化商品をいう。以下この号において同じ。）の原資産（同項第二号に規定する原資産をいう。）の信用状態に関する評価を対象とする金融商品取引法第二条第三十四項（定義）に規定する信用格付（実質的に当該資産証券化商品の信用状態に関する評価を対象とするものと認められるものを除く。）

(i) credit ratings (excluding those substantially recognized as credit ratings of which the subject matters are the assessment related to the credit status of asset securitized products) provided in Article 2 (Definitions), paragraph (34) of the Financial Instruments and Exchange Act, of which the subject matters are the assessment of the credit status of underlying assets (meaning the underlying assets provided in Article 295, paragraph (3), item (ii) of the Cabinet Office Order on Financial Instruments Business, etc.) of the asset securitized products (meaning the asset securitized products provided in Article 295 (Definitions), paragraph (3), item (i) of the Cabinet Office Order on Financial Instruments Business, etc.; the same applies in this item) related to the specified trust agreement; and

二　前号に掲げるもののほか、当該特定信託契約に係る有価証券以外の有価証券又は当該特定信託契約に係る有価証券の発行者以外の者の信用状態に関する評価を主たる対象とする金融商品取引法第二条第三十四項に規定する信用格付（実質的に当該特定信託契約に係る有価証券又は当該有価証券の発行者の信用状態に関する評価を対象とするものと認められるものを除く。）

(ii) except for those stated in the preceding item, credit ratings (excluding those substantially recognized as credit ratings of which the subject matters are the assessment concerning the credit status of securities related to the specified trust agreement or issuer of the securities) provided in Article 2, paragraph (34) of the Financial Instruments and Exchange Act, of which the main subject matters are the assessment of the credit status of securities other than those related to the specified trust agreement or of persons other than issuer of securities related to the specified trust agreement.

（信用格付業者の登録の意義その他の事項）

(Significance of Registration of Credit Rating Agency and Other Matters)

第五十二条の十三の二十三の三　準用金融商品取引法第三十八条第三号　に規定する内閣府令で定める事項は、次に掲げるものとする。

Article 52-13-23-3 (1) The matters to be specified by Cabinet Office Order, as provided in Article 38, item (iii) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are as follows:

一　金融商品取引法第六十六条の二十七　（登録）の登録の意義

(i) significance of the registration referred to in Article 66-27 (Registration) of the Financial Instruments and Exchange Act;

二　信用格付（金融商品取引法第二条第三十四項（定義）に規定する信用格付をいう。以下この条及び第二百三十四条の二十六の二において同じ。）を付与した者に関する次に掲げる事項

(ii) the following matters with respect to the persons who provided the credit ratings (meaning the credit ratings provided in Article 2 (Definitions), paragraph (34) of the Financial Instruments and Exchange Act; the same applies in this Article and Article 234-26-2):

イ　商号、名称又は氏名

(a) trade name or name;

ロ　法人（法人でない団体で代表者又は管理人の定めのあるものを含む。第二百三十四条の二十六の二において同じ。）であるときは、役員（法人でない団体で代表者又は管理人の定めのあるものにあっては、その代表者又は管理人。同条において同じ。）の氏名又は名称

(b) in the case of a corporation (including an organization without legal personality for which a representative person or administrator has been designated; the same applies in Article 234-26-2), name of officer (representative person or administrator, in the case of an organization without legal personality for which a representative person or administrator has been designated; the same applies in Article 234-26-2);

ハ　本店その他の主たる営業所又は事務所の名称及び所在地

(c) the name and location of head office or other principal business offices or office;

三　信用格付を付与した者が当該信用格付を付与するために用いる方針及び方法の概要

(iii) summary of policy and method used by the person who provided the credit ratings in order to provide the credit ratings; and

四　信用格付の前提、意義及び限界

(iv) premise, significance and limit of the credit ratings.

2　前項の規定にかかわらず、特定関係法人（金融商品取引業等に関する内閣府令第百十六条の三第二項（信用格付業者の登録の意義その他の事項）に規定する特定関係法人をいう。以下この項及び第二百三十四条の二十六の二第二項において同じ。）の付与した信用格付については、準用金融商品取引法第三十八条第三号に規定する内閣府令で定める事項は、次に掲げるものとする。

(2) Notwithstanding the provisions of the preceding paragraph, for the credit rating granted by the specified associated corporation (meaning the specified associated corporation as provided in Article 116-3, paragraph (2) (Significance of Registration of Credit Rating Agencies and Other Matters) of the Cabinet Office Order on Financial Instruments Business, etc.; the same applies below in this paragraph and Article 234-26-2, paragraph (2)), the matters to be specified by Cabinet Office Order, as provided in Article 38, item (iii) of the

Financial Instruments and Exchange Act as Applied Mutatis Mutandis are the following matters:
一　金融商品取引法第六十六条の二十七の登録の意義
(i) significance of registration referred to in Article 66-27 of the Financial Instruments and Exchange Act;
二　金融庁長官が金融商品取引業等に関する内閣府令第百十六条の三第二項の規定に基づき、その関係法人（同令第二百九十五条第三項第十号（定義）に規定する関係法人をいう。第二百三十四条の二十六の二第二項第二号において同じ。）を当該特定関係法人として指定した信用格付業者の商号又は名称及び登録番号
(ii) the trade name or name and registration number of the credit rating agency, which is its associated corporation (meaning the associated corporation as provided in Article 295, paragraph (3), item (x) (Definitions) of the Cabinet Office Order on Financial Instruments Business, etc.; the same applies in Article 234-26-2, paragraph (2), item (ii)) and designated by the Commissioner of the Financial Services Agency as the specified associated corporation, pursuant to the provisions of Article 116-3, paragraph (2) of the same Order;
三　当該特定関係法人が信用格付業（金融商品取引法第二条第三十五項（定義）に規定する信用格付業をいう。第二百三十四条の二十六の二第二項第三号において同じ。）を示すものとして使用する呼称
(iii) the name used by the specified associated corporation as a representation of its credit rating services (meaning the credit rating services as provided in Article 2, paragraph (35) (Definitions) of the Financial Instruments and Exchange Act; the same applies in Article 234-26-2, paragraph (2), item (iii));
四　信用格付を付与した特定関係法人が当該信用格付を付与するために用いる方針及び方法の概要又は当該概要に関する情報を第二号に規定する信用格付業者から入手する方法
(iv) an outline of the policies and methods adopted by the specified associated corporation that granted a credit rating in granting the credit rating, or the means to obtain information related to the outline from the credit rating agency as provided in item (ii); and
五　信用格付の前提、意義及び限界
(v) the assumption, significance and limitations of the credit rating.

（禁止行為）
(Prohibited Acts)
第五十二条の十三の二十四　準用金融商品取引法第三十八条第九号に規定する内閣府令で定める行為は、次に掲げる行為とする。
Article 52-13-24 The acts to be specified by Cabinet Office Order, as provided in Article 38, item (ix) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, are as follows:

一　第五十二条の十三各号に掲げる行為
(i) the acts stated in the items of Article 52-13;
二　次に掲げる書面の交付に関し、あらかじめ、顧客（特定投資家（準用金融商品取引法第三十四条の二第五項の規定により特定投資家以外の顧客とみなされる者を除き、準用金融商品取引法第三十四条の三第四項（準用金融商品取引法第三十四条の四第六項において準用する場合を含む。）の規定により特定投資家とみなされる者を含む。）を除く。以下この号において同じ。）に対して、準用金融商品取引法第三十七条の三第一項第五号　及び第七号に掲げる事項（ハに掲げる書面を交付する場合にあっては、当該書面に記載されている事項であって同項第五号　及び第七号に掲げる事項に係るもの）について顧客の知識、経験、財産の状況及び特定信託契約を締結する目的に照らして当該顧客に理解されるために必要な方法及び程度による説明をすることなく、特定信託契約を締結する行為
(ii) an act to conclude a specific trust agreement, without having provided a customer (excluding a professional investor (excluding a person who is deemed to be a customer other than a professional investor pursuant to the provisions of Article 34-2, paragraph (5) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, but including a person deemed to be a professional investor pursuant to the provisions of Article 34-3, paragraph (4) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis (including as applied mutatis mutandis pursuant to Article 34-4, paragraph (6) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis); the same applies below); the same applies below in this item) with a prior explanation on the matters stated in Article 37-3, paragraph (1), items (v) and (vii) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis (if the document stated in (c) below is to be delivered, a prior explanation on the matters stated in items (v) and (vii) of the same paragraph included in the relevant document) upon the delivery of the following documents, in a manner and to the extent necessary for ensuring that the customer understands the matters, in light of the customer's knowledge, experience, status of the properties and in light of the purpose of concluding the specific trust agreement:
イ　契約締結前交付書面
(a) a document for delivery prior to conclusion of contract;
ロ　第五十二条の十三の二十二第一項第二号に掲げる場合にあっては、同号に規定する目論見書（同号の規定により当該目論見書と一体のものとして交付される書面がある場合には、当該目論見書及び当該書面）
(b) in the case stated in Article 52-13-22, paragraph (1), item (ii), the prospectus provided in that item (if there is any document to be delivered as an integral part of the prospectus pursuant to the provisions of that item, that prospectus and the document);
ハ　契約変更書面

(c) an explanatory document on change to contract information;

三　特定信託契約の締結又は解約に関し、顧客（個人に限る。）に迷惑を覚えさせるような時間に電話又は訪問により勧誘する行為

(iii) in connection with the conclusion or surrender of a specific trust agreement, an act to solicit a customer (limited to an individual customer) by telephone or by making a personal visit timed in such a way that the customer would be disturbed;

四　暗号等資産関連有価証券の信託を内容とする特定信託契約の締結若しくはその勧誘をするに際し、又はその行う当該特定信託契約の締結の業務に関して広告等をするに際し、顧客（金融商品取引業者等（金融商品取引法第三十四条に規定する金融商品取引業者等をいい、暗号等資産に関する金融商品取引行為（同条に規定する金融商品取引行為をいう。）を業として行う者に限る。）、暗号資産交換業者等（資金決済に関する法律第二条第十六項に規定する暗号資産交換業者又は同条第十七項に規定する外国暗号資産交換業者をいう。）及び電子決済手段等取引業者等（同条第十二項に規定する電子決済手段等取引業者（同法第六十二条の八第二項の規定により当該電子決済手段等取引業者とみなされる同条第一項に規定する発行者を含む。）又は同法第二条第十三項に規定する外国電子決済手段等取引業者をいい、金融商品取引法第二条に規定する定義に関する内閣府令（平成五年大蔵省令第十四号）第二十一条の二に定めるものに係る同法第二条第十一項に規定する電子決済手段関連業務を行う者に限る。）を除く。次号において同じ。）に対し、裏付けとなる合理的な根拠を示さないで、第五十二条の十三の二十第四号及び第六号イからホまでに掲げる事項に関する表示をする行為

(iv) conducting an act to make representation concerning the matters stated in Article 52-13-20, item (iv) and item (vi), (a) through (e) without indicating reasonable grounds that support those matters to customers (excluding financial instruments business operators, etc. (meaning the financial instruments business operators, etc. prescribed in Article 34 of the Financial Instruments and Exchange Act and limited to those conducting an act that constitutes a financial instruments transaction (meaning the act that constitutes a financial instruments transaction prescribed in that Article) regarding crypto- and other assets on a regular basis), cryptoasset exchange service providers, etc. (meaning the cryptoasset exchange service providers prescribed in Article 2, paragraph (16) of the Payment Services Act or the foreign cryptoasset exchange service providers prescribed in paragraph (17) of that Article), and electronic payment instruments service providers (meaning the electronic payment instruments service providers prescribed in Article paragraph (12) (including the issuers provided in paragraph (1) of that Article that are deemed as electronic payment instruments service providers pursuant to Article 62-8, paragraph (2) of that Act)) or foreign electronic payment instruments service providers provided in Article 2, paragraph (13) of that Act, but limited to persons engaged in electronic payment instruments-related business provided in Article 21-2 of the Cabinet Office Order on Definitions under Article 2 of the Financial Instruments and Exchange Act (Order of the Ministry of Finance No. 14 of March 3, 1993); the same applies in the following item) upon concluding or soliciting for the conclusion of a specific trust agreement for a trust of securities related to crypto- and other assets, or upon making an advertisement, etc. regarding the business of concluding the specific trust agreement that the relevant trust company conducts;

五　顧客に対し、第五十二条の十三の十八第二号イ及びロに掲げる事項を明瞭かつ正確に表示しないで（書面の交付その他これに準ずる方法を用いる場合にあっては、当該事項の文字又は数字を当該事項以外の事項の文字又は数字のうち最も大きなものと著しく異ならない大きさで表示しないことを含む。）暗号等資産関連有価証券の信託を内容とする特定信託契約の締結の勧誘をする行為

(v) soliciting a customer to conclude a specific trust agreement for a trust of securities related to crypto- and other assets without clearly and accurately indicating the matters stated in Article 52-13-18, item (ii), (a) and (b) (in cases of delivering a document or employing any other equivalent method, including the failure to indicate the letters or numerical characters representing the matters in a size which does not differ substantially from the size of the largest letters or numerical characters representing matters other than those matters); and

六　自己又は第三者の利益を図ることを目的として、その行う暗号等資産関連有価証券の信託を内容とする特定信託契約の締結の業務の対象とし、若しくは対象としようとする有価証券の売買その他の取引等に係る暗号等資産等（金融商品取引法第百八十五条の二十三第一項に規定する暗号等資産等をいう。以下この号並びに第五十二条の二十三第六項第二号及び第三号において同じ。）又は当該保険金信託業務を行う生命保険会社等に関する重要な情報であって顧客の暗号等資産等に係る有価証券の売買その他の取引等に係る判断に影響を及ぼすと認められるもの（当該保険金信託業務を行う生命保険会社等の行う当該特定信託契約の締結の業務の全ての顧客が容易に知り得る状態に置かれている場合を除く。）を、第三者に対して伝達し、又は利用する行為（当該保険金信託業務を行う生命保険会社等の行う特定信託契約の締結の業務の適正かつ確実な遂行に必要なものを除く。）

(vi) transmitting to a third party or utilizing material information concerning crypto- and other assets (meaning the crypto- and other assets prescribed in Article 185-23, paragraph (1) of the Financial Instruments and Exchange Act; the same applies below in this item and Article 52-23, paragraph (6), items (ii) and (iii)) in relation to purchase and sale or other transactions of securities that the relevant trust company uses or intends to use as the target of its business of concluding a specific trust agreement for a trust of securities related to crypto- and other assets etc. or concerning the life insurance company, etc. carrying out insurance proceeds trust business which is found to have an impact on customers' decision on purchase and sale or other transactions of securities related to crypto- and other assets (excluding cases where the material information is being made readily accessible to all customers of the business of concluding the specific trust agreement conducted by the life insurance company, etc. carrying out insurance proceeds trust business) for the purpose of gaining one's own profit or for a profit for the third party (excluding the acts that are necessary for the proper and secure conduct of the business of concluding the specific trust agreement by the life insurance company, etc. carrying out insurance proceeds trust business).

（信託契約の内容の説明を要しない場合）

(Exemption from Requirement of Explanation on Details of Trust Contract)

第五十二条の十四　法第九十九条第八項において準用する信託業法第二十五条ただし書に規定する内閣府令で定める場合は、次に掲げる場合とする。

Article 52-14 The cases to be specified by Cabinet Office Order, as provided in the proviso to Article 25 of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act, are as follows:

一　委託者が適格機関投資家等（金融商品取引法第二条第三項第一号（定義）に規定する適格機関投資家並びに信託会社、外国信託会社、信託契約代理店（信託業法第二条第九項（定義）に規定する信託契約代理店をいう。以下この条及び第五十二条の二十三第三項において同じ。）及び信託業法第五十条の二第一項（信託法第三条第三号に掲げる方法によってする信託についての特例）の登録を受けた者をいう。次条第一号、第五十二条の二十一第一項第一号及び第五十二条の二十四第五項第一号において同じ。）である場合（当該適格機関投資家等から法第九十九条第八項において準用する信託業法第二十五条の規定による説明を求められた場合を除く。）

(i) the case where the settlor is a qualified institutional investor, etc. (meaning a qualified institutional investor as provided in Article 2, paragraph (3), item (i) (Definitions) of the Financial Instruments and Exchange Act, a trust company, a foreign trust company, a trust agreement agency (meaning a trust agreement agency as provided in Article 2, paragraph (9) (Definitions) of the Trust Business Act; the same applies below in this Article and Article 52-23, paragraph (3)) and person registered under Article 50-2, paragraph (1) (Special Provisions Concerning Trusts Created by Any of the Methods Listed in Article 3, Item (iii) of the Trust Act); the same applies Article 52-15, item (ii), Article 52-21, paragraph (1), item (i) and Article 52-24, paragraph (5), item (i)) (excluding the cases where the qualified institutional investor, etc. has demanded explanation under Article 25 of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act);

二　委託者との間で同一の内容の金銭の信託契約を締結したことがある場合（当該委託者から法第九十九条第八項において準用する信託業法第二十五条の規定による説

明を要しない旨の意思の表明があった場合に限る。）
(ii) the cases where the monetary trust agreement with the identical terms and conditions have been concluded with the settlor (limited to the cases where the settlor has manifested the intension that the settlor does not require explanation under Article 25 of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act);
三　保険金信託業務を行う生命保険会社等の委託を受けた信託契約代理店が信託業法第七十六条において準用する同法第二十五条の規定により委託者に対して当該信託契約の内容について説明を行った場合
(iii) the cases where the trust agreement agency entrusted by the life insurance company, etc. carrying out insurance proceeds trust business has provided the settlor with an explanation on the terms and conditions of the trust agreement, pursuant to the provisions of Article 25 of the Trust Business Act as applied mutatis mutandis pursuant to Article 76 of that Act; and
四　法第九十九条第八項において準用する金融機関の信託業務の兼営等に関する法律第六条の規定により元本の補てん又は利益の補足の契約をした金銭信託に係る信託契約（以下「元本補填付等信託契約」という。）による信託の引受けを行う場合（委託者から同項において準用する信託業法第二十五条の規定による説明を求められた場合を除く。）
(iv) the cases of acceptance of the trust by way of a trust agreement related to monetary trust with an agreement on compensation of principal or supplementation of profit under Article 6 of the Act on Engagement in Trust Business by Financial Institutions as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act (referred to below as a "trust agreement with provision for compensation of principal") (excluding the cases where the settlor has demanded explanation under Article 25 of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act).

（信託契約締結時の書面交付を要しない場合）
(Exemption from Requirement of Delivery of Document at the Time of Concluding Trust Contract)
第五十二条の十五　法第九十九条第八項において準用する信託業法第二十六条第一項ただし書に規定する内閣府令で定める場合は、次に掲げる場合とする。
Article 52-15 The cases to be specified by Cabinet Office Order, as provided in the proviso to Article 26, paragraph (1) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act, are as follows:
一　委託者が適格機関投資家等であって、書面又は第五十二条の十七第一項に規定する電磁的方法により当該委託者からあらかじめ法第九十九条第八項において準用する信託業法第二十六条第一項に規定する書面の交付を要しない旨の承諾を得、かつ、当該委託者からの要請があった場合に速やかに当該書面を交付できる体制が整備さ

れている場合
(i) the cases where the settlor is a qualified institutional investor, etc.; where the settlor's prior consent to omission of delivery of document as provided in Article 26, paragraph (1) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act has been obtained in writing or by the electronic or magnetic means as provided in Article 52-17, paragraph (1); and where the system has been established so that the document will be delivered promptly upon the settlor's requests;
二　委託者と同一の内容の金銭の信託契約を締結したことがあり、かつ、法第九十九条第八項において準用する信託業法第二十六条第一項の規定により当該委託者に当該信託契約に係る書面を交付したことがある場合（当該委託者から同項に規定する書面の交付を要しない旨の意思の表明があった場合に限る。）
(ii) the cases where the monetary trust agreement with the identical terms and conditions have been concluded with the settlor, and where, pursuant to the provisions of Article 26, paragraph (1) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act, the document related to the trust agreement had been delivered to the settlor (limited to the cases where the settlor has manifested the intension that the settlor does not require delivery of document as provided in the same paragraph); and
三　元本補填付等信託契約による信託の引受けを行った場合において、委託者からの要請があった場合に速やかに法第九十九条第八項において準用する信託業法第二十六条第一項に規定する書面を交付できる体制が整備されている場合
(iii) the cases where the trust has been accepted by way of a trust agreement with provision for compensation of principal, and where the system has been established so that the document provided in Article 26, paragraph (1) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act will be delivered promptly upon the settlor's request.

（信託契約締結時の交付書面の記載事項）
(Matters to Be Stated in Documents for Delivery at the Time of Conclusion of Trust Contract)
第五十二条の十六　法第九十九条第八項において準用する信託業法第二十六条第一項第四号に掲げる事項には、次に掲げる事項を含むものとする。
Article 52-16 (1) The matters stated in Article 26, paragraph (1) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are to include the following matters:
一　当初取得する信託財産の種類及び価額又は数量
(i) the types of trust properties subject to initial acquisition, and their value or quantity;
二　信託財産の権利の移転に関する事項（信託財産に属する財産の対抗要件の具備に

関する事項を含む。）
(ii) the matters related to transfer of rights in trust properties (limited to the matters related to perfection of properties comprising trust properties); and
三　第一号の信託財産の取得日以後において信託財産を取得する予定がある場合においては、取得予定日、信託財産の種類及び取得にあたっての条件
(iii) if any trust property is planned to be acquired on or after the day of acquisition of trust property as referred to in item (i), the scheduled date for acquisition, the types of the trust properties and condition for the acquisition.
四　暗号等資産関連有価証券の信託にあっては、次に掲げる事項
(iv) in the case of a trust of crypto- and other asset-related securities, the following matters:
イ　暗号等資産は本邦通貨又は外国通貨ではないこと。
(a) the fact that crypto- and other assets are not the Japanese currency or a foreign currency;
ロ　暗号等資産の価値の変動を直接の原因として損失が生ずるおそれがあるときは、その旨及びその理由
(b) if there is a risk of losses directly from fluctuations in the value of crypto- and other assets, the relevant fact and the reasons for it;
ハ　暗号等資産は代価の弁済を受ける者の同意がある場合に限り代価の弁済のために使用することができること。
(c) the fact that crypto- and other assets can be used for paying consideration only with the consent of the person who receives payment of consideration;
ニ　当該信託に関する暗号等資産の概要及び特性（当該暗号等資産が、特定の者によりその価値を保証されていない場合にあっては、その旨又は特定の者によりその価値を保証されている場合にあっては、当該者の氏名、商号若しくは名称及び当該保証の内容を含む。）
(d) the outline and the characteristics of the crypto- and other assets relating to the trust (if the value of the crypto- and other assets has not been guaranteed by a specific person, including the relevant fact; and if the value has been guaranteed by a specific person, including the name, trade name or other name of that person and the content of the guarantee); and
ホ　その他暗号等資産の性質に関し参考となると認められる事項
(e) other matters found to be relevant to the nature of the crypto-and other assets.
２　法第九十九条第八項において準用する信託業法第二十六条第一項第六号に規定する事項には、次に掲げる事項を含むものとする。
(2) The matters provided in Article 26, paragraph (1) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are to include the following matters:
一　信託財産の管理又は処分（信託の目的の達成のために必要な行為を含む。第五十二条の二十一第一項及び第五十二条の二十三第一項第三号において同じ。）により

取得する財産の種類
(i) types of properties acquired by the management or disposition of trust properties (including the acts as may be necessary for achievement of the purpose of the trust; the same applies in Article 52-21, paragraph (1) and Article 52-23, paragraph (1), item (iii));
二　信託財産である金銭を固有財産又は他の信託財産である金銭と合同運用する場合は、その旨及び当該信託財産と固有財産又は他の信託財産との間の損益の分配に係る基準
(ii) when the money comprising the trust property is to be invested jointly with the money comprising the trustee's own property or the money comprising any other trust property, to that effect and the criteria for the allocation of profit and loss between the trust property, and the trustee's own property or the other trust property.
３　法第九十九条第八項において準用する信託業法第二十六条第一項第八号に規定する同法第二十九条第二項各号に掲げる取引の概要には、当該取引の態様及び条件を含むものとする。
(3) The outline of the transaction stated in the items of Article 29, paragraph (2) of the Trust Business Act as provided in Article 26, paragraph (1), item (viii) of that Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act is to include the manners and conditions of the transaction.
４　法第九十九条第八項において準用する信託業法第二十六条第一項第九号に規定する事項には、次に掲げる事項を含むものとする。
(4) The matters provided in Article 26, paragraph (1), item (ix) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are to include the following matters:
一　不特定又は未存在の受益者がいる場合は、その範囲、資格その他受益者となる者を確定するために必要な事項
(i) if there are any unspecified or prospective beneficiaries, their scope, qualification and any other matter which may be necessary for specifying the persons to become beneficiaries;
二　信託法第百二十三条第一項、第百三十一条第一項又は第百三十八条第一項の規定により信託管理人、信託監督人又は受益者代理人を指定する場合は、当該信託管理人、信託監督人又は受益者代理人に関する事項
(ii) when a trust administrator, trust supervisor or agent for beneficiary is to be designated pursuant to the provisions of Article 123, paragraph (1), Article 131, paragraph (1), or Article 138, paragraph (1) of the Trust Act, the matters related to the trust administrator, trust supervisor or agency for beneficiary;
三　委託者が受益者を指定又は変更する権利を有する場合は、当該権利に関する事項
(iii) if the settlor has a right to designate or change the beneficiaries, the matters related to the right; and

四　受益権の取得につき受益者が信託の利益を享受する意思を表示することを要件とする場合は、その旨

(iv) when the acquisition of beneficial interest is subject to the beneficiary's manifestation of intention to enjoy the benefit of the trust, that fact.

5　法第九十九条第八項において準用する信託業法第二十六条第一項第十号に規定する事項には、次に掲げる事項を含むものとする。

(5) The matters provided in Article 26, paragraph (1), item (x) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are to include the following matters:

一　受益者に交付する信託財産の種類

(i) types of trust properties to be delivered to beneficiaries;

二　信託財産を交付する時期及び方法

(ii) timing and method for delivery of trust properties; and

三　前二号に掲げる事項につき受益者により異なる内容を定める場合は、その内容

(iii) when the details of the matters stated in the preceding two items is to be provided respectively for each beneficiary, the details.

6　法第九十九条第八項において準用する信託業法第二十六条第一項第十一号に規定する事項には、次に掲げる事項を含むものとする。

(6) The matters provided in Article 26, paragraph (1), item (xi) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are to include the following matters:

一　信託報酬の額又は計算方法

(i) amount of trust fees or methods of calculation; and

二　信託報酬の支払の時期及び方法

(ii) the timing and method of payment of the trust fee.

7　法第九十九条第八項において準用する信託業法第二十六条第一項第十六号に規定する内閣府令で定める事項は、第五十二条の十三の二十三第一項第二号から第七号までに掲げる事項とする。

(7) The matters specified by Cabinet Office Order, as provided in Article 26, paragraph (1), item (xvi) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act, are the matters stated in Article 52-13-23, paragraph (1), items (ii) through (vii).

8　保険金信託業務を行う生命保険会社等が信託法第二条第十二項に規定する限定責任信託の引受けを行った場合にあっては、法第九十九条第八項において準用する信託業法第二十六条第一項第十六号に規定する内閣府令で定める事項は、前項各号に掲げるもののほか、第五十二条の十三の二十三第二項各号に掲げる事項とする。

(8) If a life insurance company, etc. carrying out insurance proceeds trust business has accepted a limited liability trust as provided in Article 2, paragraph (12) of the Trust Act, the matters specified by Cabinet Office Order, as provided in Article 26, paragraph (1), item (xvi) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act, are

the matters specified in the items of Article 52-13-23, paragraph (2), beyond the matters stated in the items of the preceding paragraph.

（情報通信の技術を利用する方法）

(Method by Use of Information and Communications Technology)

第五十二条の十七　法第九十九条第八項において準用する信託業法第二十六条第二項（同法第二十七条第二項及び同法第二十九条第四項において準用する場合を含む。以下この条において同じ。）に規定する内閣府令で定めるものは、次に掲げる方法（次条、第五十二条の二十一第一項及び第五十二条の二十四において「電磁的方法」という。）とする。

Article 52-17 (1) The methods to be specified by Cabinet Office Order, as provided in Article 26, paragraph (2) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act (including as applied mutatis mutandis pursuant to Article 27, paragraph (2) and Article 29, paragraph (4) of that Act; the same applies below in this Article), are the following methods (referred to as the "electronic or magnetic means" in the following Article, Article 52-21, paragraph (1) and Article 52-24):

一　電子情報処理組織を使用する方法のうちイからニまでに掲げるもの

(i) the methods using an electronic data processing system, as stated in (a) through (d):

イ　保険金信託業務を行う生命保険会社等（保険金信託業務を行う生命保険会社等との契約によりファイルを自己の管理する電子計算機に備え置き、これを委託者若しくは保険金信託業務を行う生命保険会社等の用に供する者を含む。以下この条において同じ。）の使用に係る電子計算機と委託者等（委託者又は委託者との契約により顧客ファイル（専ら当該委託者の用に供せられるファイルをいう。以下この条において同じ。）を自己の管理する電子計算機に備え置く者をいう。以下この条において同じ。）の使用に係る電子計算機とを接続する電気通信回線を通じて書面に記載すべき事項（以下この条において「記載事項」という。）を送信し、委託者等の使用に係る電子計算機に備えられた顧客ファイルに記録する方法（法第九十九条第八項において準用する信託業法第二十六条第二項に規定する方法による提供を受ける旨の承諾又は受けない旨の申出をする場合にあっては、保険金信託業務を行う生命保険会社等の使用に係る電子計算機に備えられたファイルにその旨を記録する方法）

(a) to transmit information to be contained in a document (referred to below as the "information" in this Article) via telecommunications line connecting the computers used by a life insurance company, etc. carrying out insurance proceeds trust business (including a person who, pursuant to the contract with a life insurance company, etc. carrying out insurance proceeds trust business, stores files onto a computer managed by the person, and make the files available for the settlor or for the life insurance company, etc. carrying out insurance proceeds trust business; the same applies below in this Article) and the computers used by the settlor, etc. (meaning a settlor, and a person who, pursuant to a contract with the settlor, stores the customer file (meaning the file solely made available to the settlor; the same applies below in this Article) onto a computer managed by the relevant person; the same applies below in this Article), and to record the information into the customer file stored onto the computer used by the settlor, etc. (or, if the applicant acknowledges the provision of information by the method provided in Article 26, paragraph (2) of the Act, or the applicant notifies to the effect that the applicant will not receive information by the relevant means, the method by which to record the acknowledgment or notice into a file stored on the computer used by the life insurance company, etc. carrying out insurance proceeds trust business which provides the information provided in the same paragraph);

ロ　保険金信託業務を行う生命保険会社等の使用に係る電子計算機に備えられたファイルに記録された記載事項を電気通信回線を通じて委託者の閲覧に供し、委託者等の使用に係る電子計算機に備えられた当該委託者の顧客ファイルに当該記載事項を記録する方法（法第九十九条第八項において準用する信託業法第二十六条第二項に規定する方法による提供を受ける旨の承諾又は受けない旨の申出をする場合にあっては、保険金信託業務を行う生命保険会社等の使用に係る電子計算機に備えられたファイルにその旨を記録する方法）

(b) to make the information recorded into the files stored on a computer used by a life insurance company, etc. carrying out insurance proceeds trust business available for the settlor's inspection via telecommunications line, and to record the information into the customer file of the relevant settlor stored on the computer used by the settlor, etc. (or, if the applicant acknowledges the provision of information by the method provided in Article 26, paragraph (2) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act, or the applicant notifies to the effect that the applicant will not receive information by such means, to record the acknowledgment or notice into a file stored on the computer used by the life insurance company, etc. carrying out insurance proceeds trust business);

ハ　保険金信託業務を行う生命保険会社等の使用に係る電子計算機に備えられた顧客ファイルに記録された記載事項を電気通信回線を通じて委託者の閲覧に供する方法

(c) to make the information recorded into the customer files stored on the computer used by a life insurance company, etc. carrying out insurance proceeds trust business available for a settlor's inspection via telecommunications line;

ニ　閲覧ファイル（保険金信託業務を行う生命保険会社等の使用に係る電子計算機

に備えられたファイルであって、同時に複数の委託者の閲覧に供するため当該記載事項を記録させるファイルをいう。以下この条において同じ。）に記録された記載事項を電気通信回線を通じて委託者の閲覧に供する方法

(d) to make the information recorded into the inspection file (meaning a file stored on a computer used by a life insurance company, etc. carrying out insurance proceeds trust business with which to record the information for making them available for public inspection by multiple settlors at the same time; the same applies below in this Article) available for a settlor's inspection via telecommunications line; and

二　磁気ディスク、シー・ディー・ロムその他これらに準ずる方法により一定の事項を確実に記録しておくことができる物をもって調製するファイルに記載事項を記録したものを交付する方法

(ii) to deliver the file storing the information, which is prepared with any object enabling secure storage of certain information through magnetic disks, CD-ROMs or any other means equivalent thereto.

２　前項各号に規定する方法は、次に規定する基準に適合するものでなければならない。

(2) The methods provided in the items of the preceding paragraph must conform to the following requirements:

一　委託者が閲覧ファイル又は顧客ファイルへの記録を出力することにより書面を作成できるものであること。

(i) that the method enables a settlor to prepare a document by way of outputting information recorded into the customer file or inspection file;

二　前項第一号イ、ハ及びニに規定する方法（委託者の使用に係る電子計算機に備えられた顧客ファイルに記載事項を記録する方法を除く。）にあっては、記載事項を顧客ファイル又は閲覧ファイルに記録する旨又は記録した旨を委託者に対し通知するものであること。ただし、委託者が当該記載事項を閲覧していたことを確認したときはこの限りでない。

(ii) in the case of the method provided in item (i), (a), (c) and (d) of the preceding paragraph (excluding the method to record the information into the customer file stored on a computer used by a settlor), that the settlor is informed of the fact that the information will be or have been recorded into the customer file or the inspection file; provided, however, that this does not apply to the cases where it is confirmed that the settlor has inspected the information;

三　前項第一号ニに規定する方法にあっては、委託者が閲覧ファイルを閲覧するために必要な情報を顧客ファイルに記録するものであること。

(iii) regarding the method provided in item (i), (d) of the preceding paragraph, that information necessary for a settlor's inspection of the inspection file is recorded into the customer file;

四　前項第一号ハ又はニに規定する方法にあっては、当該記載事項に掲げられた取引を最後に行った日以後五年間（当該期間が終了する日までの間に当該記載事項に係

る苦情の申出があったときは、当該期間が終了する日又は当該苦情が解決した日のいずれか遅い日までの間）次に掲げる事項を消去し又は改変することができないものであること。ただし、閲覧に供している記載事項を書面により交付する場合、委託者の承諾（令第十三条の六第一項に規定する方法による承諾をいう。）を得て前項第一号イ若しくはロ若しくは第二号に掲げる方法により交付する場合又は委託者による当該記載事項に係る消去の指図がある場合は、当該記載事項を消去することができる。

(iv) in the case of the method provided in item (i), (c) or (d) of the preceding paragraph, that the following matters cannot be deleted or altered for the period until five years passes from the day when the transaction stated in the information has been finally carried out (if any complaint related to the information has been raised within the period before the expiration date of the period, for the period until either the expiration date of the period or the day when the complaint was settled, whichever comes later); provided, however, that the information may be deleted if the information which have been made available for inspection are delivered in writing, such information are provided by the methods stated in item (i), (a) or (b) of the preceding paragraph or in item (ii) of the preceding paragraph with the settlor's consent (meaning consent given by the method provided in Article 13-6, paragraph (1) of the Cabinet Order), or the settlor has instructed that the information should be deleted:

イ　前項第一号ハに規定する方法については、顧客ファイルに記録された記載事項

(a) in the case of the method provided in item (i), (c) of the preceding paragraph, the information recorded in the customer file;

ロ　前項第一号ニに規定する方法については、閲覧ファイルに記録された記載事項

(b) in the case of the method provided in item (i), (d) of the preceding paragraph, the information recorded in the inspection file; and

五　前項第一号ニに規定する方法にあっては、前号に定める期間を経過するまでの間において、第三号の規定により委託者が閲覧ファイルを閲覧するために必要な情報を記録した顧客ファイルと当該閲覧ファイルとを電気通信回線を通じて接続可能な状態を維持させること。ただし、閲覧の提供を受けた委託者が接続可能な状態を維持させることについて不要である旨通知した場合はこの限りでない。

(v) in the case of the method provided in item (i), (d) of the preceding paragraph, before the passage of the period specified in the preceding item, the customer file recording the information necessary for the settlor's inspection of the inspection file as stated in (a) and the inspection file are kept connectible via telecommunications line; provided, however, that this does not apply to the cases where the settlor who has been given access to the files has notified to the effect that the connectibility need not be maintained.

3　第一項第一号の「電子情報処理組織」とは、保険金信託業務を行う生命保険会社等

の使用に係る電子計算機と、顧客ファイルを備えた委託者等又は保険金信託業務を行う生命保険会社等の使用に係る電子計算機とを電気通信回線で接続した電子情報処理組織をいう。
(3) The term "electronic data processing system" as used in paragraph (1), item (i) means an electronic data processing system connecting a computer used by a life insurance company, etc. carrying out insurance proceeds trust business and a computer storing customer files used by a settlor, etc. or life insurance company, etc. carrying out insurance proceeds trust business, via telecommunications line.

第五十二条の十八　令第十三条の六第一項（同条第三項において準用する場合を含む。）の規定により示すべき電磁的方法の種類及び内容は、次に掲げる事項とする。
Article 52-18 The types and details of the electronic or magnetic means to be specified pursuant to Article 13-6, paragraph (1) of the Cabinet Order (including as applied mutatis mutandis pursuant to paragraph (3) of the same Article) are as follows:
一　前条第一項各号に規定する方法のうち保険金信託業務を行う生命保険会社等が使用するもの
(i) the methods provided in the items of paragraph (1) of the preceding Article or the items of Article 60, paragraph (1), which are to be used by the life insurance company, etc. carrying out insurance proceeds trust business; and
二　ファイルへの記録の方式
(ii) the format for recording information into a file.

（計算期間の特例）
(Special Provisions for Accounting Period)
第五十二条の十九　法第九十九条第八項において準用する信託業法第二十六条第三項に規定する内閣府令で定める場合は、次に掲げる場合とする。
Article 52-19 The cases to be specified by Cabinet Office Order, as provided in Article 26, paragraph (3) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are as follows:
一　計算期間が信託の設定後最初の計算期間であって二年未満である場合
(i) the cases where the accounting period is the first one after the creation of the trust and is less than two years;
二　計算期間の初日から一年を経過した日（次号及び第四号において「応当日」という。）が日曜日、土曜日、国民の祝日に関する法律（昭和二十三年法律第百七十八号）に規定する休日、一月二日、一月三日又は十二月二十九日から十二月三十一日までの日（次号及び第四号において「休日等」という。）である場合において、その翌日を当該計算期間の末日とする場合
(ii) the cases where the day on which one year has passed from the first day of the accounting period (referred to as the "Corresponding Day" in the

following item and item (iv)) falls on Sunday, Saturday, a holiday provided in the Act on National Holidays (Act No. 178 of 1948), January 2, January 3, or December 29 to 31 (referred to as a "holiday, etc." in the following item and item (iv)), and when the day following the relevant day is determined to be the final day of the accounting period;

三　応当日及びその翌日が休日等である場合において、応当日の翌々日を当該計算期間の末日とする場合

(iii) the cases where the corresponding day and the following day are holidays, etc., and when the day after the next day of the corresponding day is determined to be the final day of the accounting period;

四　応当日からその翌々日までが休日等である場合において、応当日から起算して三日後の日を当該計算期間の末日とする場合

(iv) the cases where the corresponding day through to the day after the next day are holidays, etc., and when the day three days after the corresponding day is determined to be the final day of the accounting period; and

五　元本補填付等信託契約による信託の引受けを行った場合において、受益者（信託管理人又は受益者代理人が現に存する場合にあっては、当該信託管理人又は受益者代理人を含む。次条第一項第五号、第七号及び第八号、第五十二条の二十一第一項第一号の二及び第五号から第七号まで、第五十二条の二十四第一項第三号、第三項第三号並びに第五項第一号の二、第四号及び第五号並びに第五十二条の二十六において同じ。）からの信託財産の状況に関する照会に対して速やかに回答できる体制が整備されている場合

(v) the cases the trust has been accepted by way of a trust agreement with provision for compensation of principal, and if the system has been established so that a response can be made promptly to inquiries on the status of the trust property from a beneficiary (if a trust manager or an agent for the beneficiary currently exists, including the trust manager or agent for the beneficiary; the same applies in paragraph (1), items (v), (vii), and (viii) of the following Article, Article 52-21, paragraph (1), items (i)-2 and (v) through (vii), Article 52-24, paragraph (1), item (iii), paragraph (3), item (iii), and paragraph (5), items (i)-2, (iv) and (v), and Article 52-26).

（信託財産状況報告書の記載事項等）

(Matters to Be Stated in Report on the Status of Trust Property)

第五十二条の二十　法第九十九条第八項において準用する信託業法第二十七条第一項本文に規定する信託財産状況報告書（以下この条において「報告書」という。）には、次に掲げる事項を記載しなければならない。

Article 52-20 (1) The following matters must be stated in a report on the status of trust property provided in the main clause of Article 27, paragraph (1) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act (referred to below as a "report" in this Article):

一　計算期間の末日（以下この条において「当期末」という。）現在における資産、負債及び元本の状況並びに当該計算期間中の収支の状況
(i) the status of the assets, liabilities, and the principal as of the final day of the accounting period (referred to below as the "current period end" in this Article) and the status of income and expenditure during that accounting period;
二　株式につき、計算期間中における売買総数及び売買総額並びに銘柄（信託財産の二分の一を超える額を金融商品取引法第二条第一項に規定する有価証券（同条第二項の規定により有価証券とみなされる権利を含む。）に投資することを目的とする信託であって、当期末現在において信託財産の総額の百分の一を超える額を保有している場合における当該銘柄に限る。次号において同じ。）ごとに次に掲げる事項
(ii) regarding shares, the total trading volume, the total trading value during the accounting period, and the following matters for each of the issues (limited to the issues of shares when a life insurance company holds a trust, the purpose of which is to invest the amount over 50 percent of the trust property in securities provided in Article 2, paragraph (1) of the Financial Instruments and Exchange Act (including rights that are deemed to be securities pursuant to the provisions of paragraph (2) of the same Article) and whose value exceeds 1 percent of the total value of the trust property, as of the current period end; the same applies in the following item):
イ　信託財産の計算期間の直前の計算期間の末日現在における株式数
(a) the number of the shares as of the final day of the accounting period immediately prior to the accounting period of the trust property;
ロ　当期末現在における株式数
(b) the number of shares as of the current period end;
ハ　当該株式の売却を予定する信託の場合には、当期末現在における株式の時価総額
(c) in the case of a trust in which the shares are scheduled to be sold, the aggregate market value of the shares as of the current period end;
三　公社債（所得税法（昭和四十年法律第三十三号）第二条第一項第九号に掲げる公社債をいう。）につき、種類ごとに計算期間中における売買総額及び銘柄ごとに当期末現在における額面金額の総額（当該公社債の売却を予定する信託の場合には、時価総額を含む。）
(iii) regarding government or corporate bonds (meaning government or corporate bonds stated in Article 2, paragraph (1), item (ix) of the Income Tax Act (Act No. 33 of 1965)), the total trading value during the accounting period for each of the types, and the total par value as of the current period end for each of the issues (in the case of a trust in which the government or corporate bonds are scheduled to be sold, including the aggregate market value);
四　デリバティブ取引が行われた場合には、取引の種類ごとに、当期末現在における

取引契約残高又は取引残高及び計算期間中における取引契約金額又は取引金額
(iv) if derivative transactions have been carried out, the outstanding balance of transaction contracts or the outstanding balance of transactions as of the current period end, and the amount of transaction contracts or the amount of transactions during the accounting period for each type of transactions;
五　不動産、不動産の賃借権又は地上権につき、次に掲げる事項（ロ及びハに掲げる事項にあっては、受益者からあらかじめ記載を要しない旨の承諾を得た場合を除く。）
(v) regarding real property, the right of lease of real property, or superficies rights, the following matters (regarding the matters stated in (b) or (c), excluding cases where prior consent to omission of the statement has been obtained from beneficiaries):
イ　不動産の所在、地番その他の不動産を特定するために必要な事項
(a) the location or address of the real property and other matters necessary to identify the real property;
ロ　不動産の売却を予定する信託の場合には、物件ごとに、当期末現在における価格（鑑定評価額、公示価格、路線価、固定資産税評価額（地方税法（昭和二十五年法律第二百二十六号）第三百八十一条第一項又は第二項の規定により土地課税台帳又は土地補充課税台帳に登録されている価格をいう。）その他の資料に基づき合理的に算出した額をいう。）
(b) in the case of a trust in which the real property is scheduled to be sold, the value of each piece of real property as of the current period end (meaning the appraisal price, posted price, published land price, assessed value for fixed asset tax (meaning the price registered in the land tax ledger or supplemental land tax ledger pursuant to the provisions of Article 381, paragraph (1) or (2) of the Local Tax Act (Act No. 226 of 1950)), or other price rationally calculated based on data);
ハ　不動産に関して賃貸借契約が締結された場合には、物件ごとに、当期末現在における稼働率及び当該物件に関して賃貸借契約を締結した相手方の総数並びに計算期間中における全賃料収入（当該全賃料収入について、やむを得ない事情により記載できない場合には、その旨）
(c) if lease contracts on real property have been concluded, the operation rates and the total number of counter parties of the lease contracts as of the current period end, and the total rent income during the accounting period, for each piece of real property;
ニ　当該不動産の売却が行われた場合には、計算期間中における売買金額の総額
(d) if the real property has been sold, the total trading value during the accounting period;
六　金銭債権につき、次に掲げる事項
(vi) regarding monetary claims, the following matters:
イ　当期末現在における債権の種類及び額（債権の種類ごとの総額で足りる。）そ

の他の債権の内容に関する事項

(a) the types and the value of the claims (it is sufficient to state only the total value for each type of the claims) as of the current period end, and other matters concerning the details of the claims;

ロ　債権の売買が行われた場合には、計算期間中における債権の種類ごとの売買総額

(b) if the claims have been sold, the total trading value for each type of the claims during the accounting period;

七　知的財産権（知的財産基本法（平成十四年法律第百二十二号）第二条第二項に規定する知的財産権をいう。以下同じ。）につき、次に掲げる事項（ハに掲げる事項にあっては、受益者からあらかじめ記載を要しない旨の承諾を得た場合を除く。）

(vii) regarding intellectual property rights (meaning intellectual property rights provided in Article 2, paragraph (2) of the Intellectual Property Basic Act (Act No. 122 of 2002); the same applies below), the following matters (regarding the matters stated in (c), excluding cases where prior consent to omission of the statement has been obtained from beneficiaries):

イ　知的財産権の種類その他の知的財産権を特定するために必要な事項

(a) the type of intellectual property rights and other matters necessary to identify the intellectual property rights;

ロ　知的財産権に関して、設定行為により、実施権及び使用権その他の権利（以下この号において「実施権等」という。）が設定された場合には、知的財産権ごとに、実施権等の範囲その他の実施権等の設定行為の内容に関する事項

(b) if licenses, rights to use, and other rights (referred to below as "licenses, etc." in this item) have been established regarding intellectual property rights through establishing acts, the scope of the licenses, etc. and other matters concerning the details of the acts establishing the licenses, etc. for each of the intellectual property rights;

ハ　知的財産権の売却を予定する信託の場合には、知的財産権ごとに、当期末現在における評価額

(c) in the case of a trust in which the intellectual property rights are scheduled to be sold, the appraised value as of the current period end, for each of the intellectual property rights;

ニ　知的財産権ごとに、計算期間中における取引の状況

(d) the status of transactions during the accounting period, for each of the intellectual property rights;

七の二　電子記録移転有価証券表示権利等につき、計算期間中における売買総数及び売買総額並びに銘柄ごとに次に掲げる事項

(vii)-2 regarding electronically recorded transferable rights to be indicated on securities, etc., the total trading volume and total trading value during the accounting period, as well as the following matters for each issue:

イ　信託財産の計算期間の直前の計算期間の末日現在における数量

(a) the volume as of the last day of the accounting period immediately before the accounting period of the trust property;

ロ　当期末現在における数量

(b) the volume as of the end of the current period;

ハ　当該電子記録移転有価証券表示権利等の売却を予定する信託の場合には、当期末現在における電子記録移転有価証券表示権利等の時価総額

(c) in cases of a trust in which the sales of the relevant electronically recorded transferable rights to be indicated on securities, etc. are planned, the total market value of electronically recorded transferable rights to be indicated on securities, etc. as of the end of the current period;

八　第二号から前号までの財産以外の財産（次号に掲げる信託に係る受益権を除く。以下この号において「対象財産」という。）につき、対象財産の種類ごとに、次に掲げる事項（ただし、ハに掲げる事項にあっては、受益者からあらかじめ記載を要しない旨の承諾を得た場合を除く。）

(viii) regarding property other than those referred to in item (ii) through the preceding item (excluding beneficial interest related to any of the following trusts; referred to below as "subject property" in this item), the following matters for each type of subject property (provided, however, that regarding the matters stated in (c), excluding cases where prior consent to omission of the statement has been obtained from beneficiaries):

イ　当期末現在における対象財産の種類、権利者の氏名又は名称その他の対象財産を特定するために必要な事項

(a) the type of subject property, the name of right holders, and other matters necessary to identify the subject property, as of the current period end;

ロ　対象財産に関して権利が設定された場合には、対象財産ごとに、当該権利の権利者の氏名又は名称その他の当該権利の内容に関する事項

(b) if any rights have been established for the subject property, the name of the right holders of the rights and other matters concerning the details of the rights, for each of the subject property;

ハ　対象財産の売却を予定する信託の場合には、対象財産ごとに、当期末現在における評価額

(c) in the case of a trust in which the subject property is scheduled to be sold, the appraised value as of the current period end, for each of the subject property;

ニ　対象財産ごとに、計算期間中における取引の状況

(d) the status of transactions during the accounting period, for each of the subject property;

九　受益権を他の信託の受託者に取得させることを目的とする信託に係る受益権につき、当該受益権に係る信託財産の種類ごとに、直前の計算期間に係る第二号から前号までに掲げる事項

(ix) regarding beneficial interest related to a trust, the purpose of which is to have beneficiaries of another trust acquire beneficial interest, the matters stated in item (ii) through the preceding item for the immediately preceding accounting period, for each type of trust property related to the beneficial interest;

十　信託事務を処理するために債務（信託事務処理に関し通常負担する債務を除く。）を負担している場合には、当該債務の総額及び契約ごとの債務の金額その他当該債務の内容に関する事項（当該債務が借入れである場合にあっては、総借入金額並びに契約ごとの借入先の属性、借入金額、返済期限、当期末残高、計算期間及び借入期間における利率、返済方法、担保の設定に関する事項並びに借入の目的及び使途を含む。）

(x) if a life insurance company assumes obligations for processing trust affairs (excluding any obligations to be assumed generally for processing trust affairs), the total amount of the obligations, the amount of obligations for each contract, and other matters concerning the details of the obligations (if the obligations are borrowing, including the total amount of the borrowing, including information on the features of the lender, borrowed amount, due date, outstanding balance as of the current period end, interest rates for the accounting period and borrowing period, method of repayment and creation of security, as itemized by the relevant contracts, and aim and purpose of use of the borrowing); and

十一　当該信託財産に係る法第九十九条第八項において準用する信託業法第二十二条第三項各号に掲げる業務を除く保険金信託業務を第三者に委託する場合にあっては、委託先の氏名又は商号若しくは名称、住所又は所在地、委託に係る報酬及び委託する業務の内容

(xi) if a life insurance company entrusts a third party with insurance proceeds trust business other than the businesses stated in the items of Article 22, paragraph (3) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act, which relates to the trust property, the name or trade name, and the address or location of the entrusted party, as well as the consideration for the entrustment and the details of the entrusted businesses.

２　保険金信託業務を行う生命保険会社等は、前項第一号に掲げる事項の記載に当たっては、当期末現在における資産、負債及び元本の状況については当期末現在における貸借対照表に、計算期間中の損益の状態については当該信託財産の計算期間中の収支計算書に代えることができる。

(2) A life insurance company, etc. carrying out insurance proceeds trust business may, when making a statement of the matters stated in item (i) of the preceding paragraph, replace the data on the status of the assets, liabilities, and the principal as of the current period end with the balance sheet as of the current period end, and the data on the status of profit and loss during the accounting period with the income and expenditure statement of the trust

property for the accounting period.

３　報告書は、信託財産の状況を正確に判断することができるよう明瞭に記載しなければならない。

(3) A report must be prepared clearly enough so that the status of the trust property can be accurately judged.

４　第一項各号に掲げる事項の金額は、百万円単位をもって表示することができる。ただし、信託財産の状況を的確に判断することができなくなるおそれがあるときは、この限りでない。

(4) The amounts of the matters stated in the items of paragraph (1) may be indicated by million yen; provided, however, that this does not apply where the indication poses a risk of impeding accurate judgment of the status of the trust property.

５　保険金信託業務を行う生命保険会社等は、信託財産の計算期間の終了後又は信託行為によって設定された期間の終了後、遅滞なく、当該信託財産に係る報告書を作成し、これを受益者に交付しなければならない。ただし、信託行為によって設定された期間の終了後に受益者に当該報告書を交付すべき場合において、次条第一項各号に該当するときは、この限りでない。

(5) A life insurance company, etc. carrying out insurance proceeds trust business must prepare a report related to the trust property without delay after the termination of the accounting period of the trust property or the period specified by the act of trust and deliver it to beneficiaries; provided, however, that this does not apply where the report is to be delivered to beneficiaries after the termination of the period specified by the act of trust and when the case falls under the items of paragraph (1) of the following Article.

（信託財産状況報告書の交付を要しない場合）

(Exemption from Requirement of Delivery of Report on the Status of Trust Property)

第五十二条の二十一　法第九十九条第八項において準用する信託業法第二十七条第一項ただし書に規定する内閣府令で定める場合は、次に掲げる場合とする。

Article 52-21 (1) The cases to be specified by Cabinet Office Order, as provided in the proviso to Article 27, paragraph (1) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act, are as follows:

一　受益者が適格機関投資家等であって、書面又は電磁的方法により当該受益者（受益者代理人が現に存する場合にあっては、当該受益者代理人を含む。以下この号において同じ。）からあらかじめ信託財産状況報告書の交付を要しない旨の承諾を得、かつ、当該受益者からの信託財産の状況に関する照会に対して速やかに回答できる体制が整備されている場合

(i) the cases where the beneficiary is a qualified institutional investor, etc.; where prior consent to omission of delivery of a report on the status of trust property has been obtained from the beneficiary (if an agent for the beneficiary currently exists, including the agent for the beneficiary; the same applies below in this item) in writing or by the electronic or magnetic means; and where the system has been established so that a response can be made promptly to inquiries on the status of the trust property from the beneficiary;

一の二　受益者が受益証券発行信託（信託法第百八十五条第三項に規定する受益証券発行信託をいう。以下同じ。）の無記名受益権（同法第百十条第三項に規定する無記名受益権をいう。以下同じ。）の受益者であって、当該受益者のうち、保険金信託業務を行う生命保険会社等に氏名又は名称及び住所の知れている者に対して信託財産状況報告書を交付し、かつ、その他の者からの要請があった場合に速やかに信託財産状況報告書を交付できる体制が整備されている場合

(i)-2 the cases where the beneficiary is a beneficiary of beneficial interest in bearer form (meaning beneficial interest in bearer form provided in Article 110, paragraph (3) of the Trust Act; the same applies below) in a trust with certificate of beneficial interest (meaning a trust with certificate of beneficial interest provided in Article 185, paragraph (3) of that Act; the same applies below); and where the system has been established so that a report on the status of trust property can be delivered to the beneficiary whose name and address are already known to the life insurance company, etc. carrying out insurance proceeds trust business, and a report on the status of trust property can also be delivered promptly upon request from other persons;

二　信託管理人又は受益者代理人が現に存する場合において、当該信託管理人又は受益者代理人に信託財産状況報告書を交付する場合

(ii) the cases where a trust manager or an agent for the beneficiary currently exists, and when a report on the status of trust property is to delivered to the trust manager or the agent for the beneficiary;

三　金融商品取引業者等（投資運用業（金融商品取引法第二十八条第四項に規定する投資運用業をいう。以下同じ。）を行う者に限る。以下この号において同じ。）の指図により信託財産の管理又は処分を行う旨の信託契約による信託の引受けを行い、当該信託の受益者が当該金融商品取引業者等の顧客のみである場合において、当該金融商品取引業者等に対し、当該金融商品取引業者等が同法第四十二条の七第一項の運用報告書を作成するために必要な情報を提供している場合

(iii) the cases where the trust is accepted by way of a trust agreement to conduct the management or disposition of trust property by instruction from a financial instruments business operator, etc. (limited to a person carrying out investment management business (meaning the investment management business provided in Article 28, paragraph (4) of the Financial Instruments and Exchange Act; the same applies below); the same applies below in this item); and where all the beneficiaries of the trust are customers of the financial instruments business operator, etc., and the financial instruments business operator, etc. is provided with information necessary for preparing

an investment report referred to in Article 42-7, paragraph (1) of that Act;
四　商品投資に係る事業の規制に関する法律第二条第四項に規定する商品投資顧問業者の指図により信託財産の管理又は処分を行う旨の信託契約による信託の引受けを行い、当該信託の受益者が当該商品投資顧問業者の顧客のみである場合において、当該商品投資顧問業者に対し、当該商品投資顧問業者が同法第二十条の報告書を作成するために必要な情報を提供している場合
(iv) the cases where the trust is accepted by way of a trust agreement to conduct the management or disposition of trust property by instruction from a commodities investment advisor provided in Article 2, paragraph (4) of the Act on Regulation of Commodity Investment; and beneficiaries of the trust are all customers of the commodities investment advisor, and where the commodities investment advisor is provided with information necessary for preparing a report referred to in Article 20 of that Act;
五　元本補填付等信託契約による信託の引受けを行った場合において、受益者からの信託財産の状況に関する照会に対して速やかに回答できる体制が整備されている場合
(v) the cases where the trust has been accepted by way of a trust agreement with provision for compensation of principal, and where the system has been established so that a response can be made promptly to inquiries on the status of the trust property from a beneficiary;
六　取引について当該取引ごとの内容を記載した書面を交付又は電磁的方法により提供することにより信託財産状況報告書の交付に代える旨の承諾を受益者からあらかじめ書面又は電磁的方法により得ている場合であって、かつ、当該取引の内容が書面又は電磁的方法により受益者に提供される場合
(vi) the cases where prior consent has been obtained from a beneficiary in writing or by the electronic or magnetic means to the effect that the delivery of a report on the status of trust property is replaced with the delivery of a document containing the details of each transaction or the provision by the electronic or magnetic means, and where the details of the transactions are provided to a beneficiary in writing or by the electronic or magnetic means;
七　他の目的で作成された書類又は電磁的記録に前条第一項各号に掲げる事項が記載又は記録されている場合であって、かつ、当該書類又は電磁的記録に記載又は記録された内容が書面又は電磁的方法により受益者に提供される場合
(vii) the cases where a document or electronic or magnetic record prepared for other purposes contain statements or records of the matters stated in the items of paragraph (1) of the preceding Article, and where the details of the statement or record in the document or electronic or magnetic record are provided to a beneficiary in writing or by the electronic or magnetic means;
八　受益証券発行信託の引受けを行った場合であって、次に掲げるすべての要件を満たす場合
(viii) the cases where the trust with certificate of beneficial interest has been

accepted and all of the following requirements are satisfied:

イ　当該受益証券発行信託に係る受益権が、金融商品取引所（金融商品取引法第二条第十六項（定義）に規定する金融商品取引所をいう。以下同じ。）に上場されており、かつ、特定上場有価証券（同条第三十三項に規定する特定上場有価証券をいう。以下この号及び第五十二条の二十四第五項第九号において同じ。）に該当しないこと又は特定投資家向け有価証券（同法第四条第三項（募集又は売出しの届出）に規定する特定投資家向け有価証券をいう。以下この号及び第五十二条の二十四第五項第九号において同じ。）に該当すること。

(a) that the beneficial interest related to the trust with certificate of beneficial interest is listed on a financial instruments exchange (meaning the financial instruments exchange as prescribed in Article 2, paragraph (16) (Definitions) of the Financial Instruments and Exchange Act; the same applies below) and does not fall under the category of specified listed securities (meaning the specified listed securities as prescribed in paragraph (33) of the same Article; the same applies below in this item and Article 52-24, paragraph (5), item (ix)) or falls under the category of securities for professional investors (meaning the securities for professional investors as prescribed in Article 4, paragraph (3) (Notification of Public Offering or Secondary Distribution) of the Financial Instruments and Exchange Act; the same applies below in this item and Article 52-24, paragraph (5), item (ix));

ロ　次の（１）又は（２）に掲げる場合の区分に応じ、それぞれ当該（１）又は（２）に定める要件に該当すること。

(b) that the requirements specified in 1. or 2. below are satisfied in accordance with the categories of cases as respectively stated in 1. or 2.:

（１）　当該受益権が金融商品取引所に上場されている場合（当該受益権が特定上場有価証券である場合を除く。）信託財産状況報告書に記載すべき事項に係る情報が当該金融商品取引所の定める開示方法により正しく開示されること。

1. when the beneficial interest is listed on the financial instruments exchange (excluding the case where the beneficial interest falls under the category of specified listed securities): that the information related to the matter to be stated in the report on the status of trust property is adequately disclosed by the disclosure method specified by the financial instruments exchange;

（２）　当該受益権が特定投資家向け有価証券に該当する場合　信託財産状況報告書に記載すべき事項に係る情報が金融商品取引法第二十七条の三十二第一項（発行者情報の提供又は公表）に規定する発行者情報として同項又は同条第二項の規定により提供され、又は公表されること。

2. when the beneficial interest falls under the category of securities for professional investors: the information related to the matters to be

stated in the report on the status of trust property is provided or disclosed pursuant to the provisions of Article 27-32, paragraph (1) or paragraph (2) (Provision or Disclosure of Information on the Issuer) of the financial instruments exchange Act as the information on the Issuer as prescribed in paragraph (1) of the same Article;

ハ　受益者からの要請があった場合に速やかに信託財産状況報告書を交付できる体制が整備されていること。

(c) that the system has been established so that the report on the status of trust property may be promptly delivered upon the request from the beneficiary; and

ニ　当該受益証券発行信託の信託行為において、ロについての定め及び受益者からの要請がない限り信託財産状況報告書を交付しない旨の定めがあること。

(d) that it is provided by the terms of trust of the trust with certificate of beneficial interest to the effect as provided in (b) above or to the effect that the report on the status of trust property is not delivered unless it is requested from the beneficiary.

２　法第九十九条第八項において準用する信託業法第二十六条第二項の規定、令第十三条の六第一項及び第二項の規定並びに第五十二条の十七及び第五十二条の十八の規定は、前項第二号の規定による信託財産状況報告書の交付について準用する。

(2) The provisions of Article 26, paragraph (2) of the Trust Business Act, as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act, Article 13-6, paragraphs (1) and (2) of the Order, and Article 52-17 and Article 52-18 apply mutatis mutandis to the delivery of a report on the status of trust property under the provisions of item (ii) of the preceding paragraph.

（信託財産を自己の固有財産及び他の信託財産と分別して管理するための体制の整備に関する事項）

(Matters Concerning the Development of a System for Managing Certain Trust Property Separately from Own Proprietary Assets and Other Trust Property)

第五十二条の二十二　保険金信託業務を行う生命保険会社等（当該保険金信託業務を行う生命保険会社等から法第九十九条第八項において準用する信託業法第二十二条第三項各号に掲げる業務を除く保険金信託業務の委託を受けた者を含む。）は、管理場所を区別することその他の方法により信託財産に属する財産と固有財産及び他の信託の信託財産に属する財産とを明確に区分し、かつ、当該信託財産に係る受益者を判別できる状態で管理しなければならない。

Article 52-22 (1) A life insurance company, etc. carrying out insurance proceeds trust business (including a person who has been entrusted by the life insurance company, etc. carrying out insurance proceeds trust business with insurance proceeds trust business other than the businesses stated in the items of Article 22, paragraph (3) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act) must manage the property belonging to the relevant trust property separately from the property belonging to the trust property of other trusts through such means as segregating the places of the custody and in a condition which enables the identification of the beneficiaries related to the trust property.

２　保険金信託業務を行う生命保険会社等は、法第九十九条第八項において準用する信託業法第二十二条第一項の規定により信託財産の管理を第三者に委託する場合においては、当該委託を受けた第三者が、信託財産の種類に応じ、信託財産に属する財産と自己の固有財産その他の財産とを区分する等の方法により管理することを確保するための十分な体制を整備しなければならない。

(2) A life insurance company, etc. carrying out insurance proceeds trust business must, when entrusting a third party with the management of the trust property pursuant to the provisions of Article 22, paragraph (1) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act, develop a system sufficient to ensure that the entrusted third party will manage the property belonging to the relevant trust property through such means as segregating the property separately from its own proprietary assets and other property, in accordance with the types of the trust property.

３　保険金信託業務を行う生命保険会社等は、前二項の規定によるもののほか、信託財産に属する電子記録移転有価証券表示権利等を管理するときは、次の各号に掲げる場合の区分に応じ、当該各号に定める方法により、管理しなければならない。ただし、顧客の利便の確保及び信託業務の円滑な遂行を図るために、その行う信託業務の状況に照らし、次の各号に定める方法以外の方法で管理することが必要な最小限度の電子記録移転有価証券表示権利等については、この限りでない。

(3) Beyond what is provided in the preceding two paragraphs, when a life insurance company, etc. carrying out insurance proceeds trust business manages electronically recorded transferable rights to be indicated on securities, etc. that belong to the trust property, it must conduct management by the method specified in the following items according to the categories of cases stated in the respective items; provided, however, that this does not apply to the minimum amount of electronically recorded transferable rights to be indicated on securities, etc. that are required to be managed by a method other than the methods specified in the following items for ensuring the convenience of customers and achieving smooth conduct of the trust business, in light of the situation of the trust business it carries out:

一　保険金信託業務を行う生命保険会社等が自己で管理する場合　信託財産に属する電子記録移転有価証券表示権利等を表示する財産的価値を移転するために必要な情報を、常時インターネットに接続していない電子機器、電磁的記録媒体その他の記録媒体（文書その他の物を含む。）に記録して管理する方法その他これと同等の技術的安全管理措置を講じて管理する方法

(i) if the life insurance company, etc. carrying out insurance proceeds trust business conducts management by itself: a method to manage information necessary for transferring property value on which electronically recorded transferable rights to be indicated on securities, etc. that belong to the trust property are indicated, by recording it on an electronic device always disconnected from the internet, an electronic or magnetic recording medium or other recording medium (including a document or any other object), or to manage the information by taking technical security control measures equivalent to the former; and

二　保険金信託業務を行う生命保険会社等が第三者をして管理させる場合　信託財産に属する電子記録移転有価証券表示権利等の保全に関して、当該保険金信託業務を行う生命保険会社等が自己で管理する場合と同等の顧客の保護が確保されていると合理的に認められる方法

(ii) if the life insurance company, etc. carrying out insurance proceeds trust business has a third party conduct management: a method reasonably found to ensure the protection of customers at an equivalent level to the level in the case of the management by the life insurance company, etc. carrying out insurance proceeds trust business itself regarding the preservation of electronically recorded transferable rights to be indicated on securities, etc. that belong to the trust property.

４　保険金信託業務を行う生命保険会社等は、信託業務の処理及び計算を明らかにするため、第一号及び第二号に掲げる帳簿書類を別表により作成し、次の各号に掲げる書類の区分に応じ、当該各号に定める期間保存しなければならない。

(4) In order to clarify the processing of trust business and the calculation, a life insurance company, etc. carrying out insurance proceeds trust business must prepare books and documents stated in items (i) and (ii) in accordance with the appended table and preserve them for the period specified in the following items, in accordance with the categories of the documents as respectively stated in those items:

一　信託勘定元帳　信託財産の計算期間の終了の日又は信託行為によって設定された期間の終了の日から十年間

(i) trust account ledger: for ten years from the final day of the accounting period of the trust property or the final day of the period specified by the act of trust;

二　総勘定元帳　作成の日から五年間

(ii) general ledger: for five years from the day on which the general ledger is prepared; and

三　保険金信託業務（法第九十九条第八項において準用する信託業法第二十二条第三項各号に掲げる業務を除く。）の委託契約書　委託契約の終了の日から五年間

(iii) written contract for the entrustment of insurance proceeds trust business (excluding the businesses stated in the items of Article 22, paragraph (3) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act): for five years from the final day of the contract for the entrustment.

（信託財産に損害を生じさせ、又は信託業の信用を失墜させることのない体制の整備に関する事項）

(Matters Concerning the Development of a System to Avoid Damaging Trust Property or Undermining Credibility of Trust Business)

第五十二条の二十三　保険金信託業務を行う生命保険会社等（当該保険金信託業務を行う生命保険会社等から法第九十九条第八項において準用する信託業法第二十二条第三項各号に掲げる業務を除く保険金信託業務の委託を受けた者を含む。）は、次に掲げるところにより、内部管理に関する業務を適正に遂行するための十分な体制を整備しなければならない。

Article 52-23 (1) A life insurance company, etc. carrying out insurance proceeds trust business (including a person who has been entrusted by the life insurance company, etc. carrying out insurance proceeds trust business with insurance proceeds trust business other than the businesses stated in the items of Article 22, paragraph (3) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act) must develop a system sufficient to properly perform internal management affairs as stated in the following items:

一　内部管理に関する業務を的確に遂行することができる人的構成を確保すること。

(i) ensuring personnel structure that enables proper performance of internal management affairs;

二　内部管理に関する業務を遂行するための社内規則（当該業務に関する社内における責任体制を明確化する規定を含むものに限る。）を整備すること。

(ii) developing internal rules for properly performing internal management affairs (limited to internal rules that contain provisions which clarify the internal responsibility system related to the affairs); and

三　内部管理に関する業務に従事する者を信託財産の管理又は処分を行う部門から独立させること。

(iii) ensuring the independence of persons engaged in internal management affairs from sectors that conduct the management or disposition of the trust property.

２　前項の「内部管理に関する業務」とは、次に掲げる業務をいう。

(2) The term "internal management affairs" referred to in the preceding paragraph means the following:

一　法令遵守の管理（業務の内容が法令（外国の法令を含む。）又は法令に基づく行政官庁の処分（外国の法令に基づく同様の処分を含む。）（以下この号において「法令等」という。）に適合するかどうかを判断すること及び当該法令等を役員及び使用人に遵守させることをいう。）に関する業務

(i) affairs related to compliance management (meaning the judgment on whether the business complies with laws and regulations (including laws and regulations of foreign states) or dispositions issued by administrative agencies under laws and regulations (including similar dispositions issued under laws and regulations of foreign states) (referred to below as "laws and regulations, etc." in this item), and the assurance of compliance with the laws and regulations, etc. by the officers and employees);

二　内部監査及び内部検査に関する業務

(ii) affairs related to an internal audit and internal inspection; and

三　財務に関する業務

(iii) affairs related to finance.

３　保険金信託業務を行う生命保険会社等は、委託を行った信託契約代理店の信託契約代理業務の適切な運営を確保するため、信託契約代理店に対する指導及び信託契約代理店の信託契約代理業務に係る法令の遵守状況の検証を行うための十分な体制を整備しなければならない。

(3) A life insurance company, etc. carrying out insurance proceeds trust business must, for ensuring appropriate operations of trust agreement agency business by the entrusted trust agreement agency, establish a system sufficient to provide guidance for the trust agreement agency and to verify the status of compliance with laws and regulations related to the trust agreement agency business by the trust agreement agency.

４　保険金信託業務を行う生命保険会社等は、本店等（令第十三条の五第一項第一号に定める本店等をいう。）その他の営業所又は事務所を他の保険金信託業務を行う生命保険会社等、信託会社、外国信託会社又は金融機関（金融機関の信託業務の兼営等に関する法律施行令第二条各号に掲げる金融機関をいう。以下この項及び次条第五項第七号において同じ。）の本店その他の営業所、事務所若しくは代理店（銀行代理業者等（銀行法第二条第十五項に規定する銀行代理業者、長期信用銀行法第十六条の五第三項に規定する長期信用銀行代理業者、信用金庫法第八十五条の二第三項に規定する信用金庫代理業者、労働金庫法第八十九条の三第三項に規定する労働金庫代理業者、協同組合による金融事業に関する法律第六条の三第三項に規定する信用協同組合代理業者、農業協同組合法第九十二条の二第三項に規定する特定信用事業代理業者、水産業協同組合法第百六条第三項に規定する特定信用事業代理業者及び農林中央金庫法第九十五条の二第三項に規定する農林中央金庫代理業者並びに農林中央金庫及び特定農水産業協同組合等による信用事業の再編及び強化に関する法律（平成八年法律第百十八号）第四十二条第三項の認可に係る業務の代理（第二百三十四条第一項第十八号イにおいて「再編強化法代理業務」という。）を行う農業協同組合、漁業協同組合及び水産加工業協同組合をいう。第二百三十四条及び第二百三十四条の二十七において同じ。）の営業所又は事務所を含む。）と同一の建物に設置してその業務を営む場合には、顧客が当該保険金信託業務を行う生命保険会社等を当該他の保険金信託業務を行う生命保険会社等、信託会社、外国信託会社又は金融機関であると誤認することを防止するための適切な措置を講じなければならない。

(4) If a life insurance company, etc. carrying out insurance proceeds trust

business establishes its head office, etc. (meaning head office, etc. specified in Article 13-5, paragraph (1), item (i) of the Cabinet Order), business office, or other office in the same building as the head office, etc., business office, other office, or agent of another life insurance company, etc. carrying out insurance proceeds trust business, trust company, foreign trust company, or financial institution (meaning any of the financial institutions stated in the items of Article 2 of the Order for Enforcement of the Act on Engagement in Trust Business by Financial Institutions; the same applies below in this paragraph and paragraph (5), item (vii) of the following Article) (including a business office or other office of a bank agent, etc. (meaning a bank agent as provided in Article 2, paragraph (15) of the Banking Act, a long term credit bank agent as provided in Article 16-5, paragraph (3) of the Long Term Credit Bank Act, a Shinkin bank agent as provided in Article 85-2, paragraph (3) of the Shinkin Bank Act, a labor bank agent as provided in Article 89-3, paragraph (3) of the Labor Bank Act, a credit cooperative agent as provided in Article 6-3, paragraph (3) of the Act on Financial Businesses by Cooperative, a specific credit business agent as provided in Article 92-2, paragraph (3) of the Agricultural Cooperatives Act, a specific credit business agent as provided in Article 106, paragraph (3) of the Fishery Cooperatives Act and a Norinchukin bank agent as provided in Article 95-2, paragraph (3) of the Norinchukin Bank Act, and agricultural cooperatives, fisheries cooperatives and fishery processing cooperatives engaged in agency service for the business relating to the authorization under Article 42, paragraph (3) of the Act on Enhancement and Restructuring of Credit Business Conducted by The Norinchukin Bank and Specified Agricultural and Fishery Cooperative Savings Insurance Cooperation, etc. (Act No. 118 of 1996) (referred to as "agency service under Enhancement and Restructuring Act") in Article 234, paragraph (1), item (xviii), (a)); the same applies in Article 234 and Article 234-27)) and conducts its business in that office, it must take appropriate measures to prevent customers from misidentifying the life insurance company, etc. carrying out insurance proceeds trust business with those another life insurance company, etc. carrying out insurance proceeds trust business, trust company, foreign trust company, or financial institution.

５　保険金信託業務を行う生命保険会社等は、電気通信回線に接続している電子計算機を利用してその業務を営む場合には、顧客が当該保険金信託業務を行う生命保険会社等と他の者を誤認することを防止するための適切な措置を講じなければならない。

(5) If a life insurance company, etc. carrying out insurance proceeds trust business conducts its business by the use of a computer connected via telecommunications line, it must take appropriate measures to prevent customers from misidentifying the life insurance company, etc. carrying out insurance proceeds trust business with other persons.

６　保険金信託業務を行う生命保険会社等は、暗号等資産関連有価証券の信託を行う場合には、次に掲げる措置を講じなければならない。
(6) If placing crypto- and other asset-related securities in trust, a life insurance company, etc. carrying out insurance proceeds trust business must take the following measures:
一　暗号等資産の特性、取引の内容その他の事情に応じ、顧客の保護を図り、及び信託業務の適正かつ確実な遂行を確保するために必要な体制を整備する措置
(i) measures to establish systems necessary for protecting the customers and ensuring the conduct of the trust business in a proper and precise manner, in accordance with the characteristics of the crypto- and other assets, the details of the transactions and other circumstances;
二　暗号等資産の特性及び自己の業務体制に照らして、顧客の保護又は信託業務の適正かつ確実な遂行に支障を及ぼすおそれがあると認められる暗号等資産等に係る有価証券の売買その他の取引等を取り扱わないために必要な措置
(ii) necessary measures to avoid conducting the purchase and sale or other transaction of securities related to crypto- and other assets that are found to be likely to hinder the protection of customers or the proper and steady conduct of the trust business in light of the characteristics of crypto- and other assets and its own operational system; and
三　保険金信託業務を行う生命保険会社等が、その行う暗号等資産関連有価証券の信託の対象とし、若しくは対象としようとする有価証券の売買その他の取引等に係る暗号等資産等又は当該保険金信託業務を行う生命保険会社等に関する重要な情報であって顧客の暗号等資産等に係る有価証券の売買その他の取引等に係る判断に影響を及ぼすと認められるもの（当該保険金信託業務を行う生命保険会社等の行う暗号等資産関連有価証券の信託の全ての顧客が容易に知り得る状態に置かれている場合を除く。）を適切に管理するために必要な措置
(iii) measures necessary to appropriately manage material information concerning securities related to crypto- and other assets related to purchase and sale or other transactions of securities that the relevant life insurance company, etc. carrying out insurance proceeds trust business uses or intends to use as the target of the trust of securities related to crypto- and other assets conducted thereby or concerning the life insurance company, etc. carrying out insurance proceeds trust business which is found to have an impact on customers' decision on purchase and sale or other transactions of securities concerning securities related to crypto- and other assets (excluding cases where the material information is being made readily accessible to all customers of the trusts of securities related to crypto- and other assets conducted by the life insurance company, etc. carrying out insurance proceeds trust business).
７　保険金信託業務を行う生命保険会社等は、信託財産に属する電子記録移転有価証券表示権利等を管理する場合には、業務の内容及び方法に応じ、当該業務に係る電子情

報処理組織の管理を十分に行うための措置を講じなければならない。
(7) If a life insurance company, etc. carrying out insurance proceeds trust business manages electronically recorded transferable rights to be indicated on securities, etc. that belong to the trust property, it must take the measures to ensure sufficient management of the electronic data processing systems for the business, in accordance with the contents and methods of its business.
８　保険金信託業務を行う生命保険会社等は、前項の規定によるほか、電子記録移転有価証券表示権利等を表示する財産的価値を移転するために必要な情報の漏えい、滅失、毀損その他の事由に起因して、法第九十九条第八項において準用する信託業法第二十八条第三項の規定により信託財産に属する財産と固有財産及び他の信託の信託財産に属する財産とを分別して管理する信託財産に属する電子記録移転有価証券表示権利等で顧客に対して負担する電子記録移転有価証券表示権利等の管理に関する債務の全部を履行することができない場合における当該債務の履行に関する方針（当該債務を履行するために必要な対応及びそれを実施する時期を含む。）を定めて公表し、かつ、実施するための措置を講ずるものとする。
(8) Beyond what is provided in the preceding paragraph, a life insurance company, etc. carrying out insurance proceeds trust business must take the measures to formulate, publicize and implement the policies concerning the performance of obligations in cases where the life insurance company, etc. carrying out insurance proceeds trust business is unable to perform all of the obligations in relation to the management of electronically recorded transferable rights to be indicated on securities, etc. that the life insurance company, etc. carrying out insurance proceeds trust business assumes against its customers, out of the electronically recorded transferable rights to be indicated on securities, etc. that belong to the trust property where the trust company manages the property that belongs to the trust property separately from its own property and property that belongs to other trusts pursuant to the provisions of Article 28, paragraph (3) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act, as a result of the leakage, loss, or damage of the information necessary for transferring property value on which electronically recorded transferable rights to be indicated on securities, etc. are indicated, or due to other grounds (policies include actions necessary for performing the relevant obligations and times to take those actions).

（信託財産に係る行為準則）
(Rules for Acts Related to Trust Property)
第五十二条の二十四　法第九十九条第八項において準用する信託業法第二十九条第一項第三号に規定する内閣府令で定めるものは、次に掲げる取引とする。
Article 52-24 (1) The transactions to be specified by Cabinet Office Order, as provided in Article 29, paragraph (1), item (iii) of the Trust Business Act as

applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are as follows:

一　取引の相手方と新たな取引を行うことにより自己又は信託財産に係る受益者以外の者の営む業務による利益を得ることを専ら目的としているとは認められない取引

(i) transactions that are not deemed to exclusively aim to gain profits from business operated by a person other than the person who carries out the transactions or beneficiaries related to the trust property by way of carrying out new transactions with the counterparty to the transactions;

二　第三者が知り得る情報を利用して行う取引

(ii) transactions that are carried out by using information accessible to a third party;

三　当該信託財産に係る受益者に対し、当該取引に関する重要な事実を開示し、書面又は電磁的方法による同意を得て行う取引

(iii) transactions that are carried out by disclosing important facts concerning the transactions to beneficiaries related to the trust property and obtaining their consent in writing or by the electronic or magnetic means; or

四　その他信託財産に損害を与えるおそれがないと認められる取引

(iv) other transactions that are deemed unlikely to cause damage to the trust property.

２　法第九十九条第八項において準用する信託業法第二十九条第一項第四号に規定する内閣府令で定める行為は、次に掲げる行為とする。

(2) The acts to be specified by Cabinet Office Order, as provided in Article 29, paragraph (1), item (iv) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are as follows:

一　信託財産の売買その他の取引を行った後で、一部の受益者に対し不当に利益を与え又は不利益を及ぼす方法で当該取引に係る信託財産を特定すること。

(i) after carrying out trading or other transactions of trust property, specifying the trust property related to the transactions in a manner that provides profits or causes loss unjustly to some of the beneficiaries;

二　他人から不当な制限又は拘束を受けて信託財産に関して取引を行うこと、又は行わないこと。

(ii) carrying out or not carrying out transactions for trust property under unjust restrictions or restraints from another person;

三　特定の資産について作為的に値付けを行うことを目的とした取引を行うこと。

(iii) carrying out transactions for the purpose of creating manipulative prices to specified assets;

四　信託財産に係る受益者（信託管理人又は受益者代理人が現に存する場合にあっては、当該信託管理人又は受益者代理人を含む。）に対し、取引に関する重要な事実を開示し、書面又は電磁的方法による同意を得て行う場合を除き、通常の取引の条件と比べて受益者に不利益を与える条件で、信託財産に属する財産につき自己の固有財産に属する債務に係る債権を被担保債権とする担保権を設定することその他第

三者との間において信託財産のためにする行為であって受託者又は利害関係人と受益者との利益が相反することとなる取引を行うこと。

(iv) except for cases where a life insurance company discloses important facts concerning transactions to a beneficiary related to the trust property (if a trust manager or an agent for the beneficiary currently exists, including the trust manager or the agent for the beneficiary) and obtaining the beneficiary's consent in writing or by the electronic or magnetic means, carrying out transactions under which the life insurance company establishes security rights regarding property falling under trust property, secured with a claim related to obligations belonging to its own property, or conducts other acts with a third party in connection with trust property, under conditions that are more disadvantageous to the beneficiary than those for ordinary transactions, and which result in a conflict of interests between the trustee or the interested parties and the beneficiary; or

五　重要な信託の変更等（法第九十九条第八項において準用する信託業法第二十九条の二第一項に規定する重要な信託の変更等をいう。以下同じ。）をすることを専ら目的として、受益者代理人を指定すること。

(v) designating an agent for the beneficiary exclusively aiming to make changes regarding important trusts, etc. (meaning changes regarding important trusts, etc. provided in Article 29-2, paragraph (1) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act; the same applies below).

３　法第九十九条第八項において準用する信託業法第二十九条第二項に規定する内閣府令で定める場合は、次に掲げる場合とする。

(3) The cases to be specified by Cabinet Office Order, as provided in Article 29, paragraph (2) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are as follows:

一　委託者若しくは委託者から指図の権限の委託を受けた者（これらの者が令第十三条の七第一項各号に掲げる者である場合を除く。）又は受益者若しくは受益者から指図の権限の委託を受けた者のみの指図により取引を行う場合

(i) the cases where transactions are carried out only by instruction from the settlors or any persons entrusted with the authority to give instruction by the settlors (excluding the cases where the persons fall under those stated in the items of Article 13-7, paragraph (1) of the Cabinet Order), or from the beneficiaries or any persons entrusted with the authority to give instruction by the beneficiaries;

二　信託の目的に照らして合理的に必要と認められる場合であって、次に掲げる取引の種類に応じ、それぞれ次に定める方法により取引を行う場合

(ii) the cases where it is deemed reasonably necessary in light of the purpose of the trust, and transactions are carried out by the method respectively specified as follows, in accordance with the type of the following transactions:

イ　次に掲げる有価証券（金融商品取引法第二条第一項及び第二項（定義）に規定する有価証券をいい、有価証券に係る標準物（同法第二条第二十四項第五号に掲げるものをいい、以下単に「標準物」という。）並びに同条第一項第二十号に掲げる有価証券であってこれらの有価証券に係る権利を表示するもの及び同条第二項の規定により有価証券とみなされる権利のうちこれらの有価証券に表示されるべきものを含む。）の売買

(a) buying and selling of the following securities (meaning securities provided in Article 2, paragraphs (1) and (2) (Definitions) of the Financial Instruments and Exchange Act, and including standardized instruments related to securities (meaning standardized instruments stated in Article 2, paragraph (24), item (v) of that Act; simply referred to below as "standardized instruments"), securities stated in paragraph (1), item (xx) of the same Article indicating the rights related to these securities, and rights deemed to be securities under paragraph (2) of the same Article that are to be indicated on these securities):

（１）　金融商品取引所に上場されている有価証券（標準物を除く。）　取引所金融商品市場（金融商品取引法第二条第十七項に規定する取引所金融商品市場をいう。以下この号において同じ。）において行うもの又は前日の公表されている最終価格に基づき算出した価額若しくはこれに準ずるものとして合理的な方法により算出した価額により行うもの

1. securities (excluding standardized instruments) listed on a financial instruments exchange: buying and selling conducted on a financial instruments exchange market (meaning a financial instruments exchange market provided in Article 2, paragraph (17) of the Financial Instruments and Exchange Act; the same applies below in this item), or conducted at the value calculated based on the publicized closing price as of the preceding day or at other value calculated in a reasonable method as the equivalent value;

（２）　店頭売買有価証券（金融商品取引法第二条第八項第十号ハに規定する店頭売買有価証券をいう。）　店頭売買有価証券市場（同法第六十七条第二項（認可協会の目的）に規定する店頭売買有価証券市場をいう。）において行うもの又は前日の公表されている最終価格に基づき算出した価額若しくはこれに準ずるものとして合理的な方法により算出した価額により行うもの

2. over-the-counter traded securities (meaning over-the-counter traded securities provided in Article 2, paragraph (8), item (x), (c) of the Financial Instruments and Exchange Act): buying and selling conducted on an over-the-counter securities market (meaning an over-the-counter securities market provided in Article 67, paragraph (2) (Purposes of Authorized Association) of that Act), or conducted at the value calculated based on the publicized closing price as of the preceding day or at other value calculated in a reasonable method as

the equivalent value; or

（３）　（１）及び（２）に掲げる有価証券以外の有価証券で、次に掲げるもの　前日の公表されている最終価格に基づき算出した価額又はこれに準ずるものとして合理的な方法により算出した価額により行うもの

3. securities other than those stated in 1. and 2. that are listed as follows: buying and selling conducted at the value calculated based on the publicized closing price as of the preceding day or at other value calculated in a reasonable method as the equivalent value:

（ｉ）　金融商品取引法第二条第一項第一号から第五号までに掲げる有価証券（同項第十七号に掲げる有価証券であって、これらの有価証券の性質を有するものを含む。（ｉｉ）において同じ。）

i. securities stated in Article 2, paragraph (1), items (i) through (v) of the Financial Instruments and Exchange Act (including securities stated in item (xvii) of the same paragraph that have nature of these securities; the same applies in ii.);

（ｉｉ）　金融商品取引法第二条第一項第九号に掲げる有価証券のうち、その価格が認可金融商品取引業協会（同条第十三項に規定する認可金融商品取引業協会をいう。（ｉｉ）において同じ。）又は外国において設立されている認可金融商品取引業協会と類似の性質を有する団体の定める規則に基づいて公表されるもの

ii. securities stated in Article 2, paragraph (1), item (ix) of the Financial Instruments and Exchange Act whose price is to be publicized in accordance with the rules provided by an authorized financial instruments firms association (meaning an authorized financial instruments firms association prescribed in paragraph (13) of the same Article; the same applies in ii.) or an organization with characteristics similar to an authorized financial instruments firms association that is established in a foreign state; or

（ｉｉｉ）　金融商品取引法第二条第一項第十号及び第十一号に掲げる有価証券

iii. securities stated in Article 2, paragraph (1), items (x) and (xi) of the Financial Instruments and Exchange Act;

ロ　市場デリバティブ取引（金融商品取引法第二条第二十一項に規定する市場デリバティブ取引をいう。以下同じ。）及び外国市場デリバティブ取引（同条第二十三項に規定する外国市場デリバティブ取引をいう。以下同じ。）　取引所金融商品市場又は外国金融商品市場（金融商品取引法第二条第八項第三号ロに規定する外国金融商品市場をいう。）において行うもの

(b) market transactions of derivatives (meaning market transactions of derivatives provided in Article 2, paragraph (21) of the Financial Instruments and Exchange Act; the same applies below) and foreign market derivatives transactions (meaning foreign market transactions of derivatives provided in paragraph (23) of that Act; the same applies below): transactions carried out on a financial instruments exchange market or a foreign financial instruments market (meaning a foreign financial instruments market provided in Article 2, paragraph (8), item (iii), (b) of the Financial Instruments and Exchange Act);

ハ　不動産の売買　不動産鑑定士による鑑定評価を踏まえて調査した価格により行うもの

(c) buying and selling of real property: buying and selling conducted at the price investigated based on an appraisal by a real property appraiser; or

ニ　その他の取引　同種及び同量の取引を同様の状況の下で行った場合に成立することとなる通常の取引の条件と比べて、受益者に不利にならない条件で行うもの

(d) other transactions: transactions carried out under conditions that are not disadvantageous to beneficiaries compared to those for ordinary transactions for the same type and the same volume under similar circumstances;

三　個別の取引ごとに当該取引について重要な事実を開示し、信託財産に係る受益者の書面又は電磁的方法による同意を得て取引を行う場合

(iii) the cases where transactions are carried out by disclosing important facts concerning each of the transactions to beneficiaries related to the trust property and obtaining their consent in writing or by the electronic or magnetic means; or

四　その他受益者の保護に支障を生ずることがないものとして金融庁長官の承認を受けて取引を行う場合

(iv) the cases where transactions are carried out by obtaining approval from the Commissioner of the Financial Services Agency as other transactions that are unlikely to interfere with the protection of beneficiaries.

4　保険金信託業務を行う生命保険会社等は、法第九十九条第八項において準用する信託業法第二十九条第三項の規定により、信託財産の計算期間ごとに、遅滞なく、次の各号に掲げる事項を記載した書面を作成し、受益者に交付しなければならない。

(4) A life insurance company, etc. carrying out insurance proceeds trust business must prepare a document containing the matters stated in the following items, without delay, for each accounting period for trust property, pursuant to the provisions of Article 29, paragraph (3) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act and deliver it to beneficiaries:

一　取引当事者が法人の場合にあっては商号又は名称及び営業所又は事務所の所在地、個人の場合にあっては個人である旨

(i) if the transaction party is a corporation, its trade name or name and the location of its business office or any other office, and if the transaction party is an individual, to that effect;

二　信託財産との取引の相手方となった者が保険金信託業務を行う生命保険会社等の

利害関係人である場合には、当該利害関係人と保険金信託業務を行う生命保険会社等との関係（信託財産との取引の相手方となった者が保険金信託業務を行う生命保険会社等から保険金信託業務（法第九十九条第八項において準用する信託業法第二十二条第三項各号に掲げる業務を除く。）の委託を受けた者の利害関係人である場合にあっては、当該利害関係人と委託を受けた者との関係）

(ii) if the counterparty of the transactions with trust property is an interested person of a life insurance company, etc. carrying out insurance proceeds trust business, the relationship between the interested person and the life insurance company, etc. carrying out insurance proceeds trust business (if the counterparty of the transactions with trust property is an interested person of a person who has been entrusted by the life insurance company, etc. carrying out insurance proceeds trust business with insurance proceeds trust business (excluding businesses stated in the items of Article 22, paragraph (3) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act), the relationship between the interested person and the entrusted person);

三　取引の方法

(iii) the method of the transactions;

四　取引を行った年月日

(iv) the date of the transactions;

五　取引に係る信託財産の種類その他の当該信託財産の特定のために必要な事項

(v) the types of the trust property related to the transactions and other matters necessary to identify the trust property;

六　取引の対象となる資産又は権利の種類、銘柄、その他の取引の目的物の特定のために必要な事項

(vi) the types and issues of the assets or rights to become the subject of the transactions and other matters necessary to identify the transaction subjects;

七　取引の目的物の数量（同一の当事者間における特定の継続的取引契約に基づき反復してなされた取引については、当該信託財産の計算期間における取引の数量）

(vii) the quantity of the transaction subjects (regarding transactions repeated under a specified continuous transaction contract between the same parties, the quantity of the transactions during the accounting period of the trust property);

八　取引価格（同一の当事者間における特定の継続的取引契約に基づき反復してなされた取引については、当該信託の計算期間における当該価格の総額）

(viii) transaction prices (regarding transactions repeated under a specified continuous transaction contract between the same parties, the total of the transaction prices during the accounting period of the trust property);

九　取引を行った理由

(ix) reasons for carrying out the transactions;

十　当該取引に関して保険金信託業務を行う生命保険会社等（当該保険金信託業務を行う生命保険会社等から法第九十九条第八項において準用する信託業法第二十二条第三項各号に掲げる業務を除く保険金信託業務の委託を受けた者を含む。）又はその利害関係人が手数料その他の報酬を得た場合には、その金額

(x) if a life insurance company, etc. carrying out insurance proceeds trust business (including a person who has been entrusted by the life insurance company, etc. carrying out insurance proceeds trust business with insurance proceeds trust business other than the businesses stated in the items of Article 22, paragraph (3) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act) or the interested person has obtained fees or other remuneration in relation to the transactions, the amount of remuneration;

十一　当該書面の交付年月日

(xi) the date of the delivery of the document; and

十二　その他参考となる事項

(xii) other matters which would serve as reference information.

５　法第九十九条第八項において準用する信託業法第二十九条第三項ただし書に規定する内閣府令で定める場合は、次に掲げる場合とする。

(5) The cases to be specified by Cabinet Office Order, as provided in the proviso to Article 29, paragraph (3) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are as follows:

一　受益者が適格機関投資家等であって、書面又は電磁的方法により受益者（受益者代理人が現に存する場合にあっては、当該受益者代理人を含む。以下この号において同じ。）からあらかじめ書面の交付を要しない旨の承諾を得、かつ、当該受益者からの個別の取引に関する照会に対して速やかに回答できる体制が整備されている場合

(i) the cases where the beneficiary is a qualified institutional investor, etc.; where prior consent to omission of delivery of a document has been obtained from the beneficiary (if an agent for the beneficiary currently exists, including the agent for the beneficiary; the same applies below in this item) in writing or by the electronic or magnetic means; and if the system has been established so that a response can be made promptly to inquiries on individual transactions from the beneficiary;

一の二　受益者が受益証券発行信託の無記名受益権の受益者であって、当該受益者のうち、保険金信託業務を行う生命保険会社等に氏名又は名称及び住所の知れている者に対して書面を交付し、かつ、その他の者からの要請があった場合に速やかに書面を交付できる体制が整備されている場合

(i)-2 the cases where the beneficiary is a beneficiary of beneficial interest in bearer form in a trust for which beneficiary securities have been issued; and where the system has been established so that a document can be delivered to the beneficiary whose name and address are already known to the life insurance company, etc. carrying out insurance proceeds trust business, and a document can also be delivered promptly upon request from other persons;

二　委託者若しくは委託者から指図の権限の委託を受けた者（これらの者が令第十三条の七第一項各号に掲げる者である場合を除く。）又は受益者若しくは受益者から指図の権限の委託を受けた者のみの指図により法第九十九条第八項において準用する信託業法第二十九条第二項各号の取引が行われたものである場合であって、書面又は電磁的方法により受益者（信託管理人又は受益者代理人が現に存する場合にあっては、当該信託管理人又は受益者代理人を含む。以下この号において同じ。）からあらかじめ書面の交付を要しない旨の承諾を得、かつ、当該受益者からの個別の取引に関する照会に対して速やかに回答できる体制が整備されている場合

(ii) the cases where transactions referred to in the items of Article 29, paragraph (2) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act have been carried out only by instruction from a settlor or a person entrusted with the authority to give instruction by the settlor (excluding cases where these persons fall under those stated in the items of Article 13-7, paragraph (1) of the Cabinet Order) or from a beneficiary or a person entrusted with the authority to give instruction by the beneficiary; where prior consent to omission of delivery of a document has been obtained from a beneficiary (if a trust manager or an agent for the beneficiary currently exists, including the trust manager or the agent for the beneficiary; the same applies below in this item) in writing or by the electronic or magnetic means, and if the system has been established so that a response can be made promptly to inquiries on individual transactions from the beneficiary;

三　信託管理人又は受益者代理人が現に存する場合において、当該信託管理人又は受益者代理人に書面を交付する場合

(iii) when a trust manager or an agent for a beneficiary currently exists, if a document is to be delivered to the trust manager or the agent for the beneficiary;

四　法第九十九条第八項において準用する信託業法第二十九条第二項各号の取引について当該取引ごとの内容を書面又は電磁的方法により提供することにより同条第三項に規定する書面の交付に代える旨の承諾を受益者から書面又は電磁的方法によりあらかじめ得ている場合であって、かつ、当該取引の内容が書面又は電磁的方法により受益者に提供される場合

(iv) the cases where prior consent has been obtained from a beneficiary in writing or by the electronic or magnetic means to the effect that the delivery of a document provided in Article 29, paragraph (3) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act is replaced with the provision of the details of each of the transactions referred to in the items of paragraph (2) of the same Article in writing or by the electronic or magnetic means, and where the details of the transactions are provided to a beneficiary in writing or by the electronic or magnetic means;

五　元本補填付等信託契約による信託の引受けを行った場合において、受益者からの個別の取引に関する照会に対して速やかに回答できる体制が整備されている場合

(v) the cases where the trust has been accepted by way of a trust agreement with provision for compensation of principal, and where the system has been established so that a response can be made promptly to inquiries on individual transactions from a beneficiary;

六　第三項第二号イ及びロに掲げる取引を行う場合

(vi) the cases where transactions stated in paragraph (3), item (ii), (a) and (b) are carried out;

七　金銭債権（コールローンに係るもの、譲渡性預金証書をもって表示されるもの又は金融機関への預金若しくは貯金に係るものに限る。）の取得及び譲渡を行う場合

(vii) the cases where monetary claims (limited to those related to call loans, those indicated in the form of negotiable certificates of deposits, or those related to deposits or savings to financial institutions) are acquired or transferred;

八　金融機関の信託業務の兼営等に関する法律第六条（損失の補てん等を行う旨の信託契約の締結）の規定により元本の補てんの契約をした金銭信託の受益権の取得及び譲渡を行う場合

(viii) the cases where beneficial interest in a monetary trust with an agreement on compensation of principal under Article 6 (Conclusion of a Trust Contract on Compensation of Loss) of the Act on Engagement in Trust Business by Financial Institutions is acquired or transferred;

九　受益証券発行信託の引受けを行った場合であって、次に掲げるすべての要件を満たす場合

(ix) the cases where the trust with certificate of beneficial interest has been accepted and all of the following requirements are satisfied:

イ　当該受益証券発行信託に係る受益権が、金融商品取引所に上場されており、かつ、特定上場有価証券に該当しないこと又は特定投資家向け有価証券に該当すること。

(a) that the beneficial interest related to the trust with certificate of beneficial interest is listed on a financial instruments exchange and does not fall under the category of specified listed securities or falls under the category of securities for professional investors;

ロ　次の（１）又は（２）に掲げる場合の区分に応じ、それぞれ当該（１）又は（２）に定める要件に該当すること。

(b) that the requirements specified in 1. or 2. below are satisfied in accordance with the categories of cases as respectively stated in 1. or 2.:

（１）　当該受益権が金融商品取引所に上場されている場合（当該受益権が特定上場有価証券である場合を除く。）　書面に記載すべき事項に係る情報が当

該金融商品取引所の定める開示方法により正しく開示されること。

1. when the beneficial interest is listed on the financial instruments exchange (excluding the case where the beneficial interest falls under the category of specified listed securities): that the information related to the matter to be stated in the report on the status of trust property is adequately disclosed by the disclosure method specified by the financial instruments exchange;

（２）　当該受益権が特定投資家向け有価証券に該当する場合　書面に記載すべき事項に係る情報が金融商品取引法第二十七条の三十二第一項（発行者情報の提供又は公表）に規定する発行者情報として同項又は同条第二項の規定により提供され、又は公表されること。

2. when the beneficial interest falls under the category of securities for professional investors: the information related to the matters to be stated in the report on the status of trust property is provided or disclosed pursuant to the provisions of Article 27-32, paragraph (1) or paragraph (2) (Provision or Disclosure of Information on the Issuer) of the Financial Instruments Exchange Act as the information on the Issuer as prescribed in paragraph (1) of the same Article;

ハ　受益者からの要請があった場合に速やかに書面を交付できる体制が整備されていること。

(c) that the system has been established so that the report on the status of trust property may be promptly delivered upon the request from the beneficiary; and

ニ　当該受益証券発行信託の信託行為において、ロについての定め及び受益者からの要請がない限り書面を交付しない旨の定めがあること。

(d) that it is provided by the terms of trust of the trust with certificate of beneficial interest to the effect as provided in (b) above or to the effect that the report on the status of trust property is not delivered unless it is requested from the beneficiary.

（重要な信託の変更等の公告方法）

(Means of Public Notice of Major Change to Trust)

第五十二条の二十五　法第九十九条第八項において準用する信託業法第二十九条の二第一項による公告は、保険金信託業務を行う生命保険会社等における公告方法によりしなければならない。

Article 52-25 The public notice under Article 29-2, paragraph (1) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act must be given in accordance with the means of public notice used by a life insurance company, etc. carrying out insurance proceeds trust business.

（重要な信託の変更等の公告に係る受益証券発行信託の特例）

(Special Provisions for Trust for Which Beneficiary Securities Have Been Issued Related to Public Notice of Major Change to Trust)

第五十二条の二十六　受益証券発行信託の受託者である保険金信託業務を行う生命保険会社等が前条の規定により公告する場合には、当該保険金信託業務を行う生命保険会社等は、当該保険金信託業務を行う生命保険会社等に氏名又は名称及び住所の知れている無記名受益権の受益者に対しては、各別に法第九十九条において準用する信託業法第二十九条の二第一項各号に掲げる事項を催告しなければならない。

Article 52-26 When a life insurance company, etc. carrying out insurance proceeds trust business, which is the trustee of the trust for which beneficiary securities have been issued, gives a public notice pursuant to the provisions of the preceding Article, the life insurance company, etc. carrying out insurance proceeds trust business must give a notice of the matters stated in the items of Article 29-2, paragraph (1) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99 of the Act separately to each beneficiary of beneficial interest in bearer form whose name and address are already known to it.

（重要な信託の変更等の公告又は催告事項）

(Matters to Be Publicly Noticed or Noticed Concerning Major Change to Trust)

第五十二条の二十七　法第九十九条第八項において準用する信託業法第二十九条の二第一項第三号に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 52-27 The matters to be specified by Cabinet Office Order, as provided in Article 29-2, paragraph (1), item (iii) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are as follows:

一　重要な信託の変更等をしようとする理由

(i) the grounds for making a major change, etc. to the trust;

二　重要な信託の変更等の内容

(ii) the details of the major change, etc. to the trust;

三　重要な信託の変更等の予定年月日

(iii) the scheduled date of the major change, etc. to the trust;

四　異議を述べる期間

(iv) the period for making objections; and

五　異議を述べる方法

(v) the method for making objections.

（重要な信託の変更等をしてはならないとき）

(When No Major Change to Trust May Be Allowed)

第五十二条の二十八　法第九十九条第八項において準用する信託業法第二十九条の二第三項に規定する内閣府令で定めるときは、各受益権の内容が均等でない場合において、

当該信託の受益権の信託財産に対する持分（以下この条及び次条において「元本持分」という。）が法第九十九条第八項において準用する信託業法第二十九条の二第一項の規定による公告又は催告の時における当該信託の受益権の元本持分の合計の二分の一を超えるときとする。

Article 52-28 The time to be specified by Cabinet Office Order, as provided in Article 29-2, paragraph (3) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act is when the details of each beneficial interest are not the same and when the equity interest of the beneficial interest in the trust in the trust property (referred to below as the "interest in principal" in this Article and the following Article) exceeds 50 percent of the total of the interest in principal of the beneficial interest in the trust as of the time of giving a public notice or a notice pursuant to the provisions of Article 29-2, paragraph (1) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act.

（重要な信託の変更等の適用除外の受益者承認基準）

(Criteria for Granting Approval for Beneficiaries on Exclusion from Application of Major Change to Trust)

第五十二条の二十九　法第九十九条第八項において準用する信託業法第二十九条の二第四項第二号に規定する内閣府令で定めるものは、各受益権の内容が均等でない場合において、当該信託の受益権の元本持分の合計とする。

Article 52-29 The amount to be specified by Cabinet Office Order, as provided in Article 29-2, paragraph (4), item (ii) of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act is, when the details of each beneficial interest are not the same, the total of the interest in principal of the beneficial interest in the trust.

（費用等の償還又は前払の範囲等の説明事項）

(Matters to Be Explained Concerning the Scope of Reimbursement or Advanced Payment of Costs)

第五十二条の三十　法第九十九条第八項において準用する信託業法第二十九条の三に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 52-30 The matters to be specified by Cabinet Office Order, as provided in Article 29-3 of the Trust Business Act as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are as follows:

一　信託報酬に関する事項

(i) the matters concerning the trust fees;

二　信託財産に関する租税その他の費用に関する事項

(ii) the matters concerning taxes and other costs for the trust property;

三　信託受益権の損失の危険に関する事項

(iii) the matters concerning the risk of losing the beneficial interest in trust;

and

四　信託法第四十八条第五項（同法第五十四条第四項において準用する場合を含む。）に規定する合意を行おうとするときまでに確定した費用等（同法第四十八条第一項に規定する費用等をいう。）又は信託報酬がある場合にはその額

(iv) if there are any costs, etc. (meaning costs, etc. provided in Article 48, paragraph (1) of the Trust Act) or trust fees that have been determined by the time when intending to reach an agreement as provided in Article 48, paragraph (5) of that Act (including as applied mutatis mutandis pursuant to Article 54, paragraph (4) of that Act), the amount.

（利益補足契約の最高利益歩合）

(Maximum Profit Rate of Contract to Fill in Profits)

第五十二条の三十一　保険金信託業務を行う生命保険会社等が、法第九十九条第八項において準用する金融機関の信託業務の兼営等に関する法律第六条の規定によりあらかじめ一定額の利益を補足する旨を定める契約を締結する場合においては、その利益歩合は、金融庁長官が定める歩合を超えてはならない。

Article 52-31 If a life insurance company, etc. carrying out insurance proceeds trust business concludes, in advance, a contract to provide to the effect that a certain amount of profits is to be filled in pursuant to the provisions of Article 6 of the Act on Engagement in Trust Business by Financial Institutions as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act, the profit rate must not exceed the rate specified by the Commissioner of the Financial Services Agency.

（損失の補てん等を行うことができる信託契約）

(Trust Contract That Allows Compensation of Losses)

第五十二条の三十二　法第九十九条第八項において準用する金融機関の信託業務の兼営等に関する法律第六条に規定する内閣府令で定める信託契約は、当該信託契約に係る信託財産の総額の二分の一を超える額を次に掲げる資産に投資することを目的とする信託契約以外の信託契約とする。

Article 52-32 Trust contracts to be specified by Cabinet Office Order, as provided in Article 6 of the of the Act on Engagement in Trust Business by Financial Institutions as applied mutatis mutandis pursuant to Article 99, paragraph (8) of the Act are trust agreements other than those aiming to invest over 50 percent of the total amount of the trust property related to the trust agreements in any of the following assets:

一　有価証券（金融商品取引法第二条第一項（第十二号及び第十四号を除く。）に規定する有価証券（同条第二項の規定により有価証券とみなされる権利を含む。）をいう。第五号において同じ。）

(i) securities (meaning securities provided d in Article 2, paragraph (1) (excluding items (xii) and (xiv)) of the Financial Instruments and Exchange

Act (including rights that are deemed to be securities pursuant to the provisions of paragraph (2) of the same Article); the same applies in item (v));

二　デリバティブ取引に係る権利

(ii) rights related to derivative transactions;

三　商品市場における取引、外国商品市場取引及び店頭商品デリバティブ取引に係る権利

(iii) rights related to transactions on a commodity market, foreign commodity market transactions and over-the-counter commodity derivative transactions;

四　主として前各号に掲げる資産に投資することを目的とする金銭の信託の受益権（第一号に掲げるものに該当するものを除く。）

(iv) beneficial interest in trust of money aiming to invest mainly in the assets stated in the preceding items (excluding beneficial interest that falls under those stated in item (i)); or

五　有価証券を信託する信託の受益権

(v) beneficial interest in trust into which securities are entrusted.

（業務運営に関する措置）

(Measures Concerning Business Operation)

第五十三条　保険会社は、法第百条の二第一項の規定により、その業務に関し、次に掲げる措置を講じなければならない。

Article 53 (1) An insurance company must take the following measures for its business, pursuant to the provisions of Article 100-2, paragraph (1) of the Act:

一　第七十四条第三号に掲げる保険契約（第八十三条第一号ロ及びニに掲げるものを除く。）に関し、生命保険募集人又は損害保険募集人が、対象期間ごとに、遅滞なく、当該保険契約に係る資産の運用状況を記載した書面（第五項において「運用状況報告書」という。）を作成し、保険契約者に交付するための措置

(i) in relation to an insurance contract stated in Article 74, paragraph (3) (excluding insurance contracts stated in Article 83, item (i), (b) and (d)), measures to have a life insurance agent or a non-life insurance agent prepare and deliver to the policyholder a document stating the investment status of the assets under the insurance contract (referred to as the "investment status report" in paragraph (5)) for each subject period, without delay;

二　基礎率変更権に関する条項を法第四条第二項第三号に掲げる書類に記載する第三分野保険の保険契約に関し、生命保険募集人又は損害保険募集人が、一年ごとに、保険契約者に対し、次に掲げる事項を記載した書面を交付するための措置

(ii) in relation to an insurance contract for a third sector insurance for which provisions concerning the rights to modification of base rates are stated in a document stated in Article 4, paragraph (2), item (iii) of the Act, measures to have a life insurance agent or a non-life insurance agent deliver to the policyholder a document stating the following matters for each year:

イ　基礎率変更権行使基準に該当するかどうか。
(a) whether or not the case meets the criteria for exercise of right to modification of base rates;
ロ　基礎率変更権行使基準に規定する予定発生率に対する実績発生率の状況を示す指標の推移
(b) changes in the indicators showing the actual incidence rate against the assumed incidence rate provided in the criteria for exercise of right to modification of base rates;
ハ　その他基礎率変更権行使基準に該当するかどうか参考となる事項
(c) other matters which would serve as reference information for determining whether or not the case meets the criteria for exercise of right to modification of base rates;
三　生命保険募集人又は損害保険募集人の公正な保険募集を行う能力の向上を図るための措置
(iii) measures to enhance capacity of a life insurance agent or a non-life insurance agent to conduct fair insurance solicitation;
四　保険契約の締結、保険募集又は自らが締結した若しくは保険募集を行った団体保険（法第二百九十四条第一項に規定する団体保険をいう。別表を除き、以下同じ。）に係る保険契約に加入することを勧誘する行為その他の当該保険契約に加入させるための行為（当該団体保険に係る保険契約の保険募集を行った者以外の者が行う当該加入させるための行為を含み、当該団体保険に係る保険契約者又は第二百二十七条の二第一項に定める者が当該加入させるための行為を行う場合であって、同条第二項各号に掲げる場合における当該加入させるための行為を除く。第二百十一条の三十第一項第四号及び第二百二十七条の二第三項第二号において同じ。）に際して、保険会社、生命保険募集人又は損害保険募集人が、保険契約者及び被保険者（同条第九項第一号イからニまでの規定による被保険者を除く。第五十三条の十二の二、第二百十一条の三十第一項第四号及び第二百三十四条の二十一の二第一項において同じ。）に対し、保険契約の内容その他保険契約者等に参考となるべき情報につき、保険契約の内容のうち重要な事項を記載した書面の交付その他適切な方法により、説明を行うことを確保するための措置
(iv) in concluding an insurance contract, conducting insurance solicitation, soliciting subscription to an insurance contract related to a group insurance (meaning a group insurance as provided in Article 294, paragraph (1) of the Act; the same applies below excluding Appended Tables) which was concluded by it or for which insurance solicitation was conducted by it, or engaging in other acts to make a person subscribe to the insurance contract (including the relevant acts to make a person subscribe to the insurance contract conducted by a person other than the person who conducted insurance solicitation for the insurance contract related to the group insurance and excluding the relevant acts to make a person subscribe to the insurance contract in cases where the policyholder related to the group

insurance or a person specified in Article 227-2, paragraph (1) conducts the relevant act to make a person subscribe to the insurance contract in the case stated in the items of paragraph (2) of the same Article; the same applies in Article 211-30, paragraph (1), item (iv) and Article 227-2, paragraph (3), item (ii)), measures to ensure that an insurance company, a life insurance agent or a non-life insurance agent provides the policyholder and insured (excluding an insured under paragraph (9), item (i), (a) through (d) of that Article; the same applies in Article 53-12-2, Article 211-30, paragraph (1), item (iv) and Article 234-21-2, paragraph (1)) with explanations in relation to the terms and conditions of insurance contract and other information which would serve as reference information for the policyholder, etc., by delivering a document containing important matters of the details of the insurance contract or by other appropriate methods:

イ　既契約及び新契約に関する保険の種類、保険金額、保険期間、保険料（普通保険約款及び給付のある主要な特約ごとに記載するものとする。）、保険料払込期間その他保険契約に関して重要な事項

(a) the types of insurance concerning the existing contract and the new insurance contract, the amounts of insurance proceeds, the insurance periods, insurance premiums (amounts are to be stated for each of the general policy conditions and other major special provisions for benefits), the periods for paying insurance premiums, and other material matters concerning insurance contracts;

ロ　既契約を継続したまま保障内容を見直す方法がある事実及びその方法

(b) the fact that there is a way to review the insurance details, while maintaining the existing contract, and the way;

五　第二百二十七条の二第二項各号の規定による加入させるための行為が行われる団体保険に係る保険契約に関し、当該団体保険に係る保険契約者から当該団体保険に係る保険契約に加入する者に対して必要な情報が適切に提供されること及び当該保険契約者による当該保険契約に加入する者の意向の適切な確認を確保するための措置

(v) in relation to an insurance contract related to a group insurance for which an act to make a person subscribe to an insurance contract is conducted under the items of Article 227-2, paragraph (2), measures to ensure that necessary information is properly provided by the policyholder related to the group insurance to a person subscribed to the insurance contract related to the group insurance and that the intention of the person subscribed to the insurance contract is properly confirmed by the policyholder;

六　第八十三条第一号イに掲げる保険契約の引受けに関し、次に掲げる措置（当該保険契約の保険契約者から運用実績連動型保険契約（法第百条の五第一項に規定する運用実績連動型保険契約をいう。第五十四条の四及び第五十四条の六において同じ。）に該当する保険契約を引き受けている場合に限る。）

(vi) in relation to the underwriting of an insurance contract stated in Article 83, item (i), (a), the following measures (limited to the case where an insurance contract that falls under the performance-linked insurance contract (meaning a performance-linked insurance contract as provided in Article 100-5, paragraph (1) of the Act; the same applies in Articles 54-4 and 54-6) was underwritten from the policyholder of the insurance contract):

イ　存続厚生年金基金（公的年金制度の健全性及び信頼性の確保のための厚生年金保険法等の一部を改正する法律（平成二十五年法律第六十三号。以下この号及び第八十三条第一号において「平成二十五年厚生年金等改正法」という。）附則第三条第十一号（定義）に規定する存続厚生年金基金をいう。以下この号及び第八十三条第一号イにおいて同じ。）が、公的年金制度の健全性及び信頼性の確保のための厚生年金保険法等の一部を改正する法律の施行に伴う経過措置に関する政令（平成二十六年政令第七十四号）第三条第二項（存続厚生年金基金に関する読替え等）の規定によりなおその効力を有するものとされる公的年金制度の健全性及び信頼性の確保のための厚生年金保険法等の一部を改正する法律の施行に伴う関係政令の整備等に関する政令（平成二十六年政令第七十三号）第一条（厚生年金基金令の廃止）の規定による廃止前の厚生年金基金令（昭和四十一年政令第三百二十四号）第三十九条の十五第一項（年金給付等積立金の運用）の規定に違反するおそれがあることを知った場合において、当該存続厚生年金基金に対し、その旨を通知することを確保するための措置

(a) in cases where the insurance company has come to know that a surviving employees' pension fund (meaning a surviving employees' pension fund as provided in Article 3, item (xi) (Definitions) of the Supplementary Provisions of the Act for Partial Revision to the Employees' Pension Insurance Act, etc. to Ensure the Soundness and Reliability of the Public Pension System (Act No. 63 of 2013; referred to below as the "2013 Act Revising the Employees' Pension Act, etc." in this item and Article 83, item (i)); the same applies below in this item and Article 83, item (i), (a)) is likely to violate the provisions of Article 39-15, paragraph (1) (Management of Pension Benefit Funds) of the Cabinet Order for Employees' Pension Fund (Cabinet Order No. 324 of 1966) prior to repeal under Article 1 (Repeal of Cabinet Order for Employees' Pension Fund) of the Cabinet Order on Revision, etc. of Related Cabinet Orders Accompanying the Enforcement of the Act for Partial Revision to the Employees' Pension Insurance Act, etc. to Ensure the Soundness and Reliability of the Public Pension System (Cabinet Order No. 73 of 2014), which is to remain in force pursuant to the provisions of Article 3, paragraph (2) (Replacement of Terms Concerning Surviving Employees' Pension Fund) of the Cabinet Order on Transitional Measures Accompanying the Enforcement of the Act for Partial Revision to the Employees' Pension Insurance Act, etc. to Ensure the Soundness and

Reliability of the Public Pension System (Cabinet Order No. 74 of 2014), measures to ensure that the relevant fact is notified to the surviving employees' pension fund to that effect;

ロ　存続厚生年金基金から平成二十五年厚生年金等改正法附則第五条第一項（存続厚生年金基金に係る改正前厚生年金保険法等の効力等）の規定によりなおその効力を有するものとされる平成二十五年厚生年金等改正法第一条（厚生年金保険法の一部改正）の規定による改正前の厚生年金保険法（昭和二十九年法律第百十五号。第八十三条第一号において「改正前厚生年金保険法」という。）第百三十六条の四第三項（年金給付等積立金の運用に関する基本方針等）の規定により同項に規定する事項を示されたときに、当該存続厚生年金基金に対して、その示されたところに従って特別勘定に属する財産の運用を行うことによる利益の見込み及び損失の可能性について、当該存続厚生年金基金の知識、経験、財産の状況及び保険契約を締結する目的に照らして適切に説明を行うことを確保するための措置

(b) when a surviving employees' pension fund indicates, pursuant to the provisions of Article 136-4, paragraph (3) (Basic Policies Concerning Management of Pension Benefit Funds) of the Employee's Pension Insurance Act prior to revision (Act No. 115 of 1954; referred to as the "Employees' Pension Insurance Act Prior to Revision" in Article 83, item (i)) pursuant to Article 1 (Partial Revision of the Employee's Pension Insurance Act) of the 2013 Act Revising the Employees' Pension Act, etc., which is to remain in force pursuant to the provisions of Article 5, paragraph (1) (Effect of the Employees' Pension Insurance Act Prior to Revision Pertaining to Surviving Employees' Pension Fund) of the Supplementary Provisions of the 2013 Act Revising the Employees' Pension Act, etc., the matter provided in Article 136-4, paragraph (3) of the Employee's Pension Insurance Act prior to revision, measures to ensure that an explanation is given to the surviving employees' pension fund in an appropriate manner in light of the knowledge, experience and status of properties of the surviving employees' pension fund and the purpose of concluding an insurance contract with respect to the outlook of profits and possibility of losses due to investing in the properties belonging to the special account in accordance with what has been indicated by the surviving employees' pension fund;

ハ　特別勘定に属する財産の運用に関して、存続厚生年金基金に対し、将来における金額が不確実な事項について、断定的判断を示さず、又は確実であると誤解させるおそれのあることを告げないことを確保するための措置

(c) measures to secure the act of not making a conclusive statement, or telling a misleading message to the surviving employees' pension fund so that it may believe that a certain amount will be obtained in the future as benefit whose amount is uncertain in relation to the investment in the properties belonging to the special account;

七　第七十四条第一号及び第三号に掲げる保険契約に関し、生命保険募集人又は損害保険募集人が、次のイ又はロに掲げる保険契約の区分に応じ、当該イ又はロに定める対象期間ごとに、遅滞なく、当該保険契約に係る資産の運用状況を記載した書面（以下「運用報告書」という。）を作成し、保険契約者に交付するための措置

(vii) in relation to an insurance contract stated in Article 74, items (i) or (iii), measures to ensure that a life insurance agent or a non-life insurance agent prepares and delivers to the policyholder a document stating the investment status of the assets under the insurance contract (referred to below as an "investment status report") for each subject period specified in (a) or (b) below, according to the categories of the insurance contract as stated in (a) or (b), without delay:

イ　第七十四条第一号に掲げる保険契約　一年（第八十三条第一号イ及びハに掲げる保険契約に該当する場合にあっては、三月）を超えない期間

(a) an insurance contract stated in Article 74, item (i): a period not exceeding one year (in the case of an insurance contract stated in Article 83, item (i), (a) and (c), three months);

ロ　第七十四条第三号に掲げる保険契約　一年

(b) an insurance contract stated in Article 74, item (iii): one year;

七の二～十（略）

(vii)-2 to (x) (Omitted);

十一　第八十三条第一号イに掲げる保険契約の引受けに関し、次に掲げる措置（当該保険契約の保険契約者から法第百十八条第一項に規定する運用実績連動型保険契約に該当する保険契約を引き受けている場合に限る。）

(xi) in relation to the underwriting of an insurance contract stated in Article 83, item (i), (a), the following measures (limited to the case where an insurance contract which is a performance-linked insurance contract provided in Article 118, paragraph (1) of the Act is underwritten for a policyholder of the insurance contract):

イ　厚生年金基金が、厚生年金基金令（昭和四十一年政令第三百二十四号）第三十九条の十五第一項（年金給付等積立金の運用）の規定に違反するおそれがあることを知った場合において、当該厚生年金基金に対し、その旨を通知することを確保するための措置

(a) in cases where the insurance company has come to know that an employees' pension fund is likely to violate the provisions of Article 39-15, paragraph (1) (Management of Pension Benefit Funds) of the Cabinet Order for Employees' Pension Fund (Cabinet Order No. 324 of 1966), measures to ensure that the employees' pension fund receives a notice to that effect;

ロ　厚生年金基金から厚生年金保険法（昭和二十九年法律第百十五号）第百三十六条の四第三項（年金給付等積立金の運用に関する基本方針等）の規定により同項に規定する事項を示されたときに、当該厚生年金基金に対して、その示されたと

ころに従って特別勘定に属する財産の運用を行うことによる利益の見込み及び損失の可能性について、当該厚生年金基金の知識、経験、財産の状況及び保険契約を締結する目的に照らして適切に説明を行うことを確保するための措置

(b) when an employees' pension fund indicates, pursuant to the provisions of Article 136-4, paragraph (3) (Basic Policies Concerning Management of Pension Benefit Funds) of the Employee's Pension Insurance Act (Act No. 115 of 1954), the matters provided in the same paragraph, measures to ensure that an explanation is given to the employees' pension fund in an appropriate manner in light of the knowledge, experience and status of properties of the employees' pension fund and the purpose of concluding an insurance contract with respect to the outlook of profits and possibility of losses due to investing in the properties belonging to the special account in accordance with what has been indicated by the employees' pension fund;

ハ　特別勘定に属する財産の運用に関して、厚生年金基金に対し、将来における金額が不確実な事項について、断定的判断を示さず、又は確実であると誤解させるおそれのあることを告げないことを確保するための措置

(c) measures to secure the act of not making a conclusive statement, or telling a misleading message to the employees' pension fund so that it may believe that a certain amount will be obtained in the future as benefit whose amount is uncertain in relation to the investment in the properties belonging to the special account.

２　生命保険募集人又は損害保険募集人は、前項第一号又は第二号の規定による書面の交付に代えて、次項に定めるところにより、当該保険契約者の承諾を得て、当該書面に記載すべき事項を電磁的方法により提供することができる。この場合において、当該生命保険募集人又は損害保険募集人は、当該交付をしたものとみなす。

(2) In lieu of the delivery of a document prescribed in items (i) or (ii) of the preceding paragraph, a life insurance agent or a non-life insurance agent may provide the matters to be stated in the document by the electronic or magnetic means, with the consent from the policyholder, as specified in the following paragraph. In this case, it is deemed that the life insurance agent or the non-life insurance agent has made the delivery.

３　生命保険募集人又は損害保険募集人は、前項の事項を電磁的方法によりを提供しようとするときは、あらかじめ、当該保険契約者に対し、その用いる次に掲げる電磁的方法の種類及び内容を示し、書面又は電磁的方法による承諾を得なければならない。

(3) When a life insurance agent or a non-life insurance agent intends to provide the matters referred to in the preceding paragraph by electronic or magnetic means, the life insurance agent or the non-life insurance agent must indicate the types and the details of the electronic or magnetic means stated in the following items that the life insurance agent or the non-life insurance agent intends to use to the policyholder and obtain prior consent in writing or by electronic or magnetic means.

一　第七項において読み替えて準用する第五十四条の五第一項各号に掲げる方法のうち生命保険募集人又は損害保険募集人が使用するもの

(i) the method stated in the items of Article 54-5, paragraph (1), as applied mutatis mutandis pursuant to paragraph (7) following the deemed replacement of terms, that is used by a life insurance agent or non-life insurance agent;

二　ファイルへの記録の方式

(ii) the method of recording into a file.

4　前項の規定による承諾を得た生命保険募集人又は損害保険募集人は、当該保険契約者から書面又は電磁的方法により電磁的方法による提供を受けない旨の申出があったときは、当該保険契約者に対し、書面に記載すべき事項の提供を電磁的方法によってしてはならない。ただし、当該保険契約者が再び同項の規定による承諾をした場合は、この限りでない。

(4) A life insurance agent or a non-life insurance agent who has obtained the consent under the preceding paragraph may not provide the matters to be stated in the document to the policyholder by electronic or magnetic means when the policyholder states, either in writing or by the electronic or magnetic means, to the effect that the policyholder will not receive the provisions of the matters by electronic or magnetic means; provided, however, that this does not apply if the policyholder has given consent under the provisions of the same paragraph again.

5　第一項第七号の「対象期間」とは、直前の基準日（運用報告書の作成の基準とした日をいう。以下この項及び次条において同じ。）の翌日（当該運用報告書が初めて作成するものである場合にあっては、特別勘定に属する財産の運用を開始した日）から当該書面の基準日までの期間をいう。

(5) The term "subject period" as referred to in paragraph (1), item (vii) means the period from the day following the immediately preceding base date (meaning the date used as the base date for preparing the document; the same applies below in this paragraph and the following Article) (if the investment report is prepared for the first time, the first-mentioned day is the day on which investment in the properties belonging to the special account is started) until the base date of the investment status report.

6　第一項第一号の対象期間は、一年を超えてはならない。

(6) The subject period as referred to in paragraph (1), item (i) must not exceed one year.

7　第五十四条の五の規定は、第二項に規定する電磁的方法について準用する。この場合において、同条第一項第一号中「保険会社（法第百条の五第二項」とあるのは「生命保険募集人又は損害保険募集人（第五十三条第二項」と、「当該保険会社」とあるのは「当該生命保険募集人又は損害保険募集人」と、「保険会社の使用」とあるのは「生命保険募集人又は損害保険募集人の使用」と、「方法（法第百条の五第二項」とあるのは「方法（第五十三条第二項」と、同条第二項中「保険料として収受した金銭

の運用を対象期間内において最後に行った日」とあるのは「設定日（第五十三条第一項第一号に規定する保険契約にあっては保険料として収受した金銭の運用を対象期間内において最後に行った日をいい、同項第二号に規定する保険契約にあっては同号に規定する事項の電磁的方法による提供を最後に行った日をいう。）」と、「令第十四条の二第一項」とあるのは「第五十三条第三項」と、同条第三項中「保険会社の使用」とあるのは「生命保険募集人又は損害保険募集人の使用」と読み替えるものとする。

(7) The provisions of Article 54-5 apply mutatis mutandis to the electronic or magnetic means provided in paragraph (2). In this case, the terms "by an insurance company" and "Article 105, paragraph (2) of the Act" in item (i), paragraph (1) of that Article are deemed to be replaced with "by a life insurance agent or non-life insurance agent" and "Article 53, paragraph (2)," respectively; the term "the insurance company" in that item is deemed to be replaced with "the life insurance agent or non-life insurance agent"; the term "used by the insurance company" in that item is deemed to be replaced with "used by the life insurance agent or non-life insurance agent"; the term "Article 100-5, paragraph (2) of the Act" in that item is deemed to be replaced with "Article 53, paragraph (2)"; the phrase "the last date of investment of money received as insurance premiums" in paragraph (2) of that Article is deemed to be replaced with "the reference date (meaning the last date of investment of money received as insurance premiums in the subject period, in case of an insurance contract provided in Article 53, paragraph (1), item (i), or the last day of provision of the matters provided in item (ii) of that paragraph by electronic or magnetic means, in case of an insurance contract provided in that item)"; the term "Article 14-2, paragraph (1) of the Order" in that paragraph is deemed to be replaced with "Article 53, paragraph (3)"; and the term "used by the insurance company" in paragraph (3) of that Article is deemed to be replaced with "used by the life insurance agent or non-life insurance agent."

（金銭債権等と保険契約との誤認防止）

(Prevention of Misidentification Between Monetary Claims and Insurance Contracts)

第五十三条の二　保険会社は、次に掲げる商品を取り扱う場合には、業務の方法に応じ、顧客の知識、経験、財産の状況及び取引を行う目的を踏まえ、顧客に対し、書面の交付その他の適切な方法により、保険契約との誤認を防止するための説明を行わなければならない。

Article 53-2 (1) When an insurance company deals in the following instruments, it must make an explanation to prevent customers from misidentifying the instruments with insurance contracts by delivering a document or by any other appropriate means, in accordance with the method of its business, in light of the customer's knowledge, experience, property status, and the purpose of

transactions:
一　法第九十八条第一項第四号に規定する金銭債権
(i) monetary claims provided in Article 98, paragraph (1), item (iv) of the Act; or
二　金融商品取引法第三十三条第二項第一号から第四号までに掲げる有価証券（国債証券等（同法第二条第一項第一号及び第二号に掲げる有価証券並びに同項第三号及び第五号に掲げる有価証券（政府が元本の償還及び利息の支払について保証しているものに限る。）をいう。第五十九条の二第一項第五号ホ（７）において同じ。）及び前号に掲げる有価証券に該当するものを除く。）
(ii) securities stated in Article 33, paragraph (2), items (i) through (iv) of the Financial Instruments and Exchange Act (excluding national government bond securities, etc. (meaning securities stated in Article 2, paragraph (1), items (i) and (ii) of that Act and securities stated in items (iii) and (v) of the same paragraph (limited to those for which the government guarantees redemption of principal and interest payments); the same applies in Article 59-2, paragraph (1), item (v), (e), 7.) and those falling under the category of securities stated in the preceding item).
２　保険会社は、前項に規定する説明を行う場合には、次に掲げる事項（当該保険会社が発行する社債（短期社債を除く。）にあっては、第三号及び第四号に掲げるものを除く。）を説明するものとする。
(2) When an insurance company makes explanations as provided in the preceding paragraph, it is to explain the following matters (for corporate bonds (excluding short-term bonds) issued by the insurance company, excluding the matters stated in items (iii) and (iv)):
一　保険契約ではないこと。
(i) that the instruments are not insurance contracts;
二　法第二百七十条の三第二項第一号に規定する補償対象契約（第二百二十七条の二第三項第十二号イ及び第十四号並びに第二百三十四条の二十一の二第一項第十号イにおいて「補償対象契約」という。）に該当しないこと。
(ii) that they do not fall under the category of covered insurance contracts as provided in Article 270-3, paragraph (2), item (i) of the Act (referred to as the "covered insurance contracts" in Article 227-2, paragraph (3), item (xii), (a) and item (xiv) and Article 234-21-2, paragraph (1), item (x), (a));
三　元本の返済が保証されていないこと。
(iii) that the redemption of the principal is not guaranteed;
四　契約の主体
(iv) the contract parties; and
五　その他保険契約との誤認防止に関し参考となると認められる事項
(v) other matters that are deemed to serve as reference information for preventing misidentification with insurance contracts.
３　保険会社は、その営業所又は事務所において、第一項各号に掲げる商品を取り扱う

場合には、前項第一号から第三号までに規定する事項を当該営業所内又は事務所内において顧客の目につきやすい場所に適切に提示しなければならない。

(3) When an insurance company deals in the instruments stated in the items of paragraph (1) at its business office or any other office, it must present the matters provided in items (i) through (iii) of the preceding paragraph in a manner in which customers can easily notice them at a place in the business office or any other office.

（投資信託委託会社等への店舗貸しによる受益証券等の取扱い）

(Dealing of Beneficiary Certificates by Renting a Branch to a Settlor Company of an Investment Trust)

第五十三条の三　保険会社は、投資信託委託会社又は資産運用会社（投資信託及び投資法人に関する法律第二条第二十一項に規定する資産運用会社をいう。以下同じ。）が当該保険会社の営業所又は事務所の一部を使用して受益証券又は投資証券を取り扱う場合には、当該保険会社が保険契約を取り扱う場所と投資信託委託会社又は資産運用会社が受益証券又は投資証券を取り扱う場所とを明確に区分するとともに、顧客の誤解を招くおそれのある掲示を行わない等の適切な措置を講じなければならない。

Article 53-3 When a settlor company of an investment trust or an asset investment company (meaning an asset investment company provided in Article 2, paragraph (21) of the Act on Investment Trust and Investment Corporation; the same applies below) deals in beneficiary certificates or investment securities by using part of an insurance company's business office or any other office, the insurance company must clearly segregate the place where the insurance company deals in insurance contracts and the place where the settlor company of an investment trust or the asset investment company deals in beneficiary certificates or investment securities, and must take appropriate measures such as avoiding any display that may cause misunderstanding of customers.

（保険会社と他の者との誤認防止）

(Prevention of Misidentification Between Insurance Company and Other Persons)

第五十三条の三の二　保険会社は、電気通信回線に接続している電子計算機を利用してその業務を営む場合には、顧客が当該保険会社と他の者を誤認することを防止するための適切な措置を講じなければならない。

Article 53-3-2 When an insurance company conducts its business by the use of a computer connected via telecommunications line, it must take appropriate measures to prevent customers from misidentifying the insurance company with other persons.

（銀行等に保険募集を行わせる際の業務運営に関する措置）

(Measures Concerning Business Operations When Having Banks Conduct Insurance Solicitation)

第五十三条の三の三　保険会社は銀行等である生命保険募集人又は損害保険代理店に保険募集を行わせるときは、当該銀行等の信用を背景とする過剰な保険募集により当該保険会社の業務の健全かつ適切な運営及び公正な保険募集が損なわれることのないよう、銀行等への委託（法第二百七十五条第三項の規定による再委託を含む。第五十三条の八及び第五十三条の十一第一項において同じ。）に関して方針を定めること、当該銀行等の保険募集の状況を的確に把握することその他の必要な措置を講じなければならない。

Article 53-3-3 When an insurance company has a life insurance agent or a non-life insurance representative that falls under the category of banks, etc. conduct insurance solicitation, it must establish policies for entrusting (including the re-entrustment pursuant to the provisions of Article 275, paragraph (3) of the Act; the same applies in Article 53-8 and Article 53-11, paragraph (1)) business to a bank, etc., accurately ascertain the status of insurance solicitation by the bank, etc., and take other necessary measures, so that excessive insurance solicitation by the bank, etc. based on their credibility might not hinder healthy and proper business operations and fair insurance solicitation by the insurance company.

（特定関係者に該当する金融機関との共同訪問に係る誤認防止）

(Prevention of Misidentification Related to Joint Visit with Financial Institution Falling under Person in Specified Relationship)

第五十三条の四　保険会社は、当該保険会社を所属保険会社等とする生命保険募集人又は損害保険募集人が、保険募集に際して、当該保険会社の特定関係者に該当する金融機関の取締役、会計参与若しくはその職務を行うべき社員、監査役、執行役（理事、監事その他これらに準ずる者を含む。第五十三条の六において同じ。）又は使用人とともに顧客を訪問する場合に、当該顧客に対して、当該保険会社と当該金融機関は別の法人であること等を記載した書面の交付により、説明を行うことを確保するための措置を講じなければならない。

Article 53-4 (1) An insurance company must take measures to ensure that, where a life insurance agent or a non-life insurance agent, who works with the insurance company as the affiliated insurance company, etc., visits a customer, upon insurance solicitation, together with the director, an accounting advisor or member who is to perform their duties, a company auditor, an executive officer (including the president, an auditor, or other equivalent persons; the same applies in Article 53-6), or an employee of a financial institution that falls under a specified related party with the insurance company, the life insurance agent or non-life insurance agent makes explanations to the customer by delivering a document stating such fact as that the insurance company and the financial institution are different corporations.

２　前項に規定する「特定関係者」とは、次に掲げる者をいう。
(2) A "specified related party" provided in the preceding paragraph is as follows:

一　当該保険会社の子会社

(i) a subsidiary company of the insurance company;

二　当該保険会社を子会社とする保険持株会社の子会社（当該保険会社及び前号に掲げる者を除く。）

(ii) a subsidiary company of an insurance holding company which has the insurance company as its subsidiary company (excluding the insurance company and that stated in the preceding item);

三　当該保険会社の子法人等（前二号に掲げる者を除く。）

(iii) a subsidiary corporation, etc. of the insurance company (excluding those stated in the preceding two items);

四　当該保険会社を子法人等とする親法人等（保険持株会社を除く。）

(iv) the Parent Corporation, etc. which has the insurance company as its subsidiary corporation, etc. (excluding an insurance holding company);

五　当該保険会社を子法人等とする親法人等の子法人等（当該保険会社及び前各号に掲げる者を除く。）

(v) a subsidiary corporation, etc. of the parent corporation, etc. which has the insurance company as its subsidiary corporation, etc. (excluding the insurance company and those stated in the preceding items);

六　当該保険会社の関連法人等

(vi) an affiliated corporation, etc. of the insurance company;

七　当該保険会社が他の法人等の関連法人等である場合における当該他の法人等

(vii) when the insurance company is an affiliated corporation, etc. of other corporation, etc., the relevant other corporation, etc.;

八　当該保険会社を子法人等とする親法人等の関連法人等（第六号に掲げる者を除く。）

(viii) an affiliated corporation, etc. of the parent corporation, etc. which has the insurance company as its subsidiary corporation, etc. (excluding that stated in item (vi)); and

九　当該保険会社の主要株主基準値以上の数の議決権を保有する保険主要株主のうちその保有する当該保険会社に係る議決権が当該保険会社の総株主の議決権の百分の五十を超えるもの（個人に限る。以下この号において「特定個人保険主要株主」という。）に係る次に掲げる法人等（当該保険会社を除く。）

(ix) the following corporation, etc. related to an insurance company's major shareholder who holds the voting rights of the insurance company that amount to the major shareholder threshold or more and who holds the voting rights related to the insurance company that amount to over 50 percent of all shareholders' voting rights in the insurance company (the relevant major shareholder of insurance company is limited to an individual; referred to below as a "specified individual major shareholder of insurance company" in this item) (such corporation, etc. excludes the insurance company):

イ　当該特定個人保険主要株主がその総株主等の議決権の百分の五十を超える議決権を保有する法人等（当該法人等の子法人等及び関連法人等を含む。）

(a) a corporation, etc. over 50 percent of all of whose shareholders' voting rights are held by the specified individual major shareholder of insurance company (including a subsidiary corporation, etc. and an affiliated corporation, etc. of the corporation, etc.); or

ロ　当該特定個人保険主要株主がその総株主等の議決権の百分の二十以上百分の五十以下の議決権を保有する法人等

(b) a corporation, etc. 20 percent or more but 50 percent or less of all of whose shareholders' voting rights are held by the specified individual major shareholder of insurance company.

３　第一項に規定する「金融機関」とは、次に掲げるものをいう。

(3) A "financial institution" provided in the preceding paragraph is as follows:

一　銀行（銀行法第二条第一項（定義等）に規定する銀行をいう。以下同じ。）

(i) a bank (meaning a bank provided in Article 2, paragraph (1) (Definitions) of the Banking Act; the same applies below);

二　長期信用銀行

(ii) a long term credit bank;

三　銀行業を営む外国の者

(iii) a foreign person conducting the banking business;

四　信用金庫連合会

(iv) Federations of Shinkin Banks;

五　労働金庫連合会

(v) Federations of Labor Banks; or

六　中小企業等協同組合法第九条の九第一項第一号（協同組合連合会）の事業を行う協同組合連合会

(vi) federations of cooperatives that conduct the business referred to in Article 9-9, paragraph (1), item (i) (Federations of Cooperatives) of the Act on the Cooperative Associations of Small and Medium Enterprises, etc.

４　生命保険募集人又は損害保険募集人は、第一項の規定による書面の交付に代えて、次項に定めるところにより、当該顧客の承諾を得て、当該書面に記載すべき事項を電磁的方法により提供することができる。この場合において、当該生命保険募集人又は当該損害保険募集人は、当該交付をしたものとみなす。

(4) In lieu of the delivery of a document under paragraph (1), a life insurance agent or a non-life insurance agent may provide the matters to be stated in the document by electronic or magnetic means, with the consent from the customer, as specified in the following paragraph. In this case, it is deemed that the life insurance agent or the non-life insurance agent has made the delivery.

５　生命保険募集人又は損害保険募集人は、前項の事項を電磁的方法により提供しようとするときは、あらかじめ、当該顧客に対し、その用いる第十四条の十各号に掲げる

電磁的方法の種類及び内容を示し、書面又は電磁的方法による承諾を得なければならない。
(5) When a life insurance agent or a non-life insurance agent intends to provide the matters referred to in the preceding paragraph by electronic or magnetic means, the life insurance agent or the non-life insurance agent must indicate the types and the details of the electronic or magnetic means stated in the items of Article 14-10 that the life insurance agent or the non-life insurance agent intends to use to the customer and obtain prior consent in writing or by electronic or magnetic means.
６　前項の規定による承諾を得た生命保険募集人又は損害保険募集人は、当該顧客から書面又は電磁的方法により電磁的方法による提供を受けない旨の申出があったときは、当該顧客に対し、書面に記載すべき事項の提供を電磁的方法によってしてはならない。ただし、当該顧客が再び同項の規定による承諾をした場合は、この限りでない。
(6) A life insurance agent or a non-life insurance agent who has obtained the consent under the preceding paragraph may not provide the matters to be stated in the document to the customer by electronic or magnetic means when the customer states, either in writing or by the electronic or magnetic means, to the effect that the customer will not receive the provisions of the matters by electronic or magnetic means; provided, however, that this does not apply if the customer has given consent under the provisions of the same paragraph again.

第五十三条の五　削除
Article 53-5 Deleted.

（特定関係者に該当する金融機関の顧客に関する非公開金融情報の取扱い）
(Treatment of Non-Disclosure Finance Information Concerning Customers of Financial Institution Falling under Person in Specified Relationship)
第五十三条の六　保険会社は、その特定関係者（第五十三条の四第二項に規定する特定関係者をいう。）に該当する金融機関（同条第三項に規定する金融機関をいう。）がその業務（保険募集に係るものを除く。）において取り扱う顧客に関する非公開金融情報（その役員又は使用人が職務上知り得た顧客の預金、為替取引又は資金の借入れに関する情報その他の顧客の金融取引又は資産に関する公表されていない情報（第五十三条の九に規定する情報及び第五十三条の十に規定する特別の非公開情報を除く。）をいう。）が、事前に書面その他の適切な方法により当該顧客の同意を得ることなく保険募集に係る業務に利用されないことを確保するための措置を講じなければならない。
Article 53-6 (1) An insurance company must take measures to ensure that any non-disclosure finance information concerning a customer handled by a financial institution (meaning a financial institution provided in Article 53-4, paragraph (3)) that falls under a specified related party (meaning a specified related party provided in paragraph (2) of the same Article) with the insurance

company while conducting its business (excluding business related to insurance solicitation) (such non-disclosure finance information means information concerning customers' deposits, exchange trades, or borrowing of funds or other non-disclosure information concerning customers' financial transactions or assets which may come to knowledge of any the officers or employees in the course of their duties (excluding information provided in Article 53-9 and special non-disclosure information provided in Article 53-10)) is not to be used for any business related to insurance solicitation without obtaining prior consent from the customer in writing or by any other appropriate means.

２　保険会社は、前項の規定による顧客の書面による同意に代えて、次項で定めるところにより、当該顧客の承諾を得て、当該書面に記載すべき事項を電磁的方法により提供することができる。この場合において、当該保険会社、当該顧客の書面による同意を得たものとみなす。

(2) In lieu of consent in writing from a customer under the preceding paragraph, an insurance company may provide the matters to be stated in the document by the electronic or magnetic means by obtaining consent from the customer, as prescribed in the following paragraph. In this case, it is deemed that the insurance company has obtained consent in writing from the customer.

３　保険会社は、前項の規定により当該書面に記載すべき事項を提供しようとするときは、あらかじめ、当該顧客に対し、その用いる第十四条の十各号に掲げる電磁的方法の種類及び内容を示し、書面又は電磁的方法による承諾を得なければならない。

(3) When an insurance company intends to provide the matters to be stated in the document pursuant to the provisions of the preceding paragraph, it must indicate the types and the details of the electronic or magnetic means stated in the items of Article 14-10 that it intends to use to the customer and obtain prior consent in writing or by the electronic or magnetic means.

４　前項の規定による承諾を得た保険会社は、当該顧客から書面又は電磁的方法により電磁的方法による同意を行わない旨の申出があったときは、当該顧客の同意を電磁的方法によって得てはならない。ただし、当該顧客が再び同項の規定による承諾をした場合は、この限りでない。

(4) An insurance company that has obtained the consent under the preceding paragraph may not obtain prior consent from the customer by the electronic or magnetic means when the customer states, either in writing or by the electronic or magnetic means, to the effect that the customer may not give consent by the electronic or magnetic means; provided, however, that this does not apply if the customer has given consent under the provisions of the same paragraph again.

（特定取引勘定）

(Specified Transaction Account)

第五十三条の六の二　保険会社は、特定取引を行う場合であって、次に掲げる要件のす

べてに該当するときは、特定取引及び特定取引の対象となる財産をその他の取引及び財産と区分して経理するため、特別の勘定（以下「特定取引勘定」という。）を設けなければならない。この場合において、当該要件のいずれかに該当しない保険会社又は当該要件のいずれにも該当しない保険会社が特定取引勘定を設けることを妨げない。

Article 53-6-2 (1) When an insurance company carries out specified transactions and meets all the following requirements, it must establish a special account (referred to below as a "specified transaction account") so as to deal specified transactions and property for specified transactions separately from other transactions and property. In this case, this does not preclude an insurance company that does not meet either or any of the following requirements from establishing a specified transaction account:

一　直近の期末の前の期末から直近の期末までの間における商品有価証券勘定及び売付商品債券勘定の合計額のうち最も大きい額が、千億円以上であり、かつ、直近の期末の前の期末の総資産の十パーセントに相当する額以上であること。

(i) that the largest sum of the account for trading securities and account for trading securities sold for short sales between the term end before the most recent term end and the most recent term end is not less than 100 billion yen and not less than the amount equivalent to 10 percent of the net assets as of the term end before the most recent term end; and

二　直近の期末における商品有価証券勘定及び売付商品債券勘定の合計額が千億円以上であり、かつ、当該期末の総資産の十パーセントに相当する額以上であること。

(ii) the sum of the account for trading securities and account for trading securities sold for short sales as of the most recent term end is not less than 100 billion yen and not less than the amount equivalent to 10 percent of the net assets as of that term end.

２　前項の特定取引とは、保険会社が金利、通貨の価格、金融商品市場における相場その他の指標（第五項において「指標」という。）に係る短期的な変動、市場間の格差等を利用して利益を得る目的又は当該目的で行う取引により生じ得る損失を減少させる目的で自己の計算において行う市場デリバティブ取引及び外国市場デリバティブ取引のうち有価証券関連デリバティブ取引に該当するもの以外のもの並びに次に掲げる取引をいう。

(2) Specified transactions referred to in the preceding paragraph mean, out of market transactions of derivatives and foreign market derivatives transactions that an insurance company carries out, on its own account, for the purpose of obtaining profits by using short-term fluctuations or market gaps, etc. in interest rates, currency prices, quotation or other indicators in financial instruments exchange markets (referred to as the "indicators" in paragraph (5)) or for the purpose of decreasing losses that may occur from transactions carried out for that purpose, transactions other than those falling under the category of transactions of securities-related derivatives and the following transactions:

一　有価証券の売買（国債等（国債、地方債又は政府保証債（政府が元本の償還及び利息の支払について保証している社債その他の債券をいう。以下同じ。）をいう。以下この条において同じ。）、金融商品取引法第二条第一項第四号、第五号及び第八号（定義）に掲げる有価証券（同項第四号及び第五号に掲げる有価証券にあっては、法第九十八条第六項第一号に掲げる短期社債、同項第五号に掲げる短期社債及び同項第六号に掲げる特定短期社債に係るものを除く。以下この号において「特定取引債券」という。）又は外国若しくは外国の法人の発行する証券若しくは証書で国債等若しくは特定取引債券の性質を有するものの売買並びに同法第二十八条第八項第三号イ及び第四号イ（通則）に掲げる取引に限る。）及び有価証券関連デリバティブ取引（同項第三号イ及び第四号イに掲げる取引並びに第十四号及び第十五号に掲げるものを除く。）

(i) buying and selling of securities (limited to buying and selling of national government bonds, etc. (meaning national government bonds, municipal bonds, or government guaranteed bonds (meaning corporate bonds or any other bonds, for which the government guarantees redemption of principal and interest payments; the same applies below); the same applies below in this Article), securities stated in Article 2, paragraph (1), items (iv), (v), and (viii) (Definitions) of the Financial Instruments and Exchange Act (regarding securities stated in items (iv) and (v) of the same paragraph, excluding those related to short-term corporate bonds stated in Article 98, paragraph (6), item (i) of the Act, short-term corporate bonds stated in item (v) of the same paragraph, and specified short-term corporate bonds stated in item (vi) of the same paragraph; referred to below as "specified trading bonds" in this item), or securities or certificates issued by a foreign state or a foreign corporation that have a nature of national government bonds or specified trading bonds, and transactions stated in Article 28, paragraph (8), item (iii), (a) and item (iv), (a) (General Rules) of the Financial Instruments and Exchange Act) and transactions of securities-related derivatives (excluding transactions stated in item (iii), (a) and item (iv), (a) of the same paragraph and those stated in items (xiv) and (xv));

二　国債等の引受け（国債等の発行に際して当該国債等の全部又は一部につき他にこれを取得する者がない場合にその残部を取得する契約を締結する取引に限る。第五項において同じ。）

(ii) acceptance of national government bonds, etc. (limited to transactions in which a contract is concluded to the effect that, upon issuance of national government bonds, etc., where there are no other persons to acquire the national government bonds, etc. in whole or in part, the insurance company will acquire the remaining part; the same applies in paragraph (5));

三　金融商品取引法第二条第一項第四号に掲げる有価証券（法第九十八条第五項に規定する特定短期社債に係るものを除く。）、同法第二条第一項第八号及び第十三号に掲げる有価証券並びに同項第五号に掲げる有価証券（短期社債に係るものを除く。

以下この号において同じ。）及び同項第十七号に掲げる有価証券（同項第五号に掲げる有価証券の性質を有するものに限る。）で金融商品取引法施行令第十五条の十七第一項第二号（短期社債に類する有価証券等）及び同条第三項に規定する有価証券（以下この号及び第五項において「資産対応証券」という。）の引受け（資産対応証券の発行に際して当該資産対応証券の全部又は一部につき他にこれを取得する者がない場合にその残部を取得する契約を締結する取引に限る。第五項において同じ。）

(iii) acceptance of securities stated in Article 2, paragraph (1), item (iv) of the Financial Instruments and Exchange Act (excluding those related to specified short-term corporate bonds provided in Article 98, paragraph (5) of the Act), securities stated in Article 2, paragraph (1), items (viii) and (xiii), and securities stated in item (v) of the same paragraph (excluding those related to short-term corporate bonds; the same applies below in this item) and securities stated in item (xvii) of the same paragraph (limited to those that have a nature of securities stated in item (v) of the same paragraph), all of which are securities provided in Article 15-17, paragraph (1), item (ii) (Securities Similar to Short-Term Company Bonds) of the Order for Enforcement of the Financial Instruments and Exchange Act and paragraph (3) of the same Article (those securities are referred to below as "asset backed securities" in this item and item (v)) (limited to transactions in which a contract is concluded to the effect that, upon issuance of asset backed securities, where there are no other persons to acquire the asset backed securities in whole or in part, the insurance company will acquire the remaining part; the same applies in paragraph (5));

四　金銭債権（第五十二条第一号、第二号、第四号、第六号若しくは第八号に掲げる証書をもって表示されるもの又は円建銀行引受手形（銀行その他の金融機関が引受けを行った貿易に係る為替手形のうち、本邦通貨をもって表示されるものをいう。）に限る。）の取得又は譲渡

(iv) acquisition or transfer of monetary claims (limited to those to be indicated with certificates stated in Article 52, item (i), (ii), (iv), (vi), or (viii) or bills accepted by banks in yen (meaning bills of exchange related to trading that a bank or other financial institution has accepted, whose values are indicated in Japanese currency));

四の二　短期社債等の取得又は譲渡

(iv)-2 acquisition or transfer of short-term corporate bonds, etc.;

五　店頭デリバティブ取引（金融商品取引法第二条第二十二項に規定する店頭デリバティブ取引をいう。第五項において同じ。）のうち有価証券関連デリバティブ取引に該当するもの以外のもの

(v) out of over-the-counter transactions of derivatives (meaning over-the-counter transactions of derivatives provided in Article 2, paragraph (22) of the Financial Instruments and Exchange Act; the same applies in paragraph

(5)), transactions other than those falling under the category of transactions of securities-related derivatives;

六　削除

(vi) deleted;

七　先物外国為替取引

(vii) foreign exchange futures transactions;

八及び九　削除

(viii) and (ix) deleted;

十　商品デリバティブ取引

(x) commodity derivatives transactions;

十一　第五十二条の三第一項第二号に掲げる取引

(xi) transactions stated in Article 52-3, paragraph (1), item (ii);

十二　削除

(xii) deleted;

十三　第五十二条の三第一項第三号に掲げる取引

(xiii) transactions stated in Article 52-3, paragraph (1), item (iii);

十四　法第九十八条第一項第十号の規定により行うことができる有価証券関連店頭デリバティブ取引（同条第九項に規定する有価証券関連店頭デリバティブ取引をいう。）

(xiv) over-the-counter transactions of securities-related derivatives (meaning over-the-counter transactions of securities-related derivatives provided in Article 98, paragraph (9) of the Act) that can be carried out pursuant to the provisions of Article 98, paragraph (1), item (x) of the Act;

十五　法第九十九条第一項の規定により営むことができる業務に係る有価証券の売買又は引受け及び有価証券関連デリバティブ取引

(xv) buying or selling or acceptance of securities related to the business that may be conducted pursuant to the provisions of Article 99, paragraph (1) of the Act and transactions of securities-related derivatives;

十六　法第九十九条第二項第四号に掲げる業務に係る算定割当量の取得又は譲渡

(xvi) acquisition or transfer of the carbon dioxide equivalent quotas related to the business stated in Article 99, paragraph (2), item (iv) of the Act; and

十七　前各号に掲げる取引のほか、当該取引又は市場デリバティブ取引及び外国市場デリバティブ取引（有価証券関連デリバティブ取引に該当するものを除く。）に類似し、又は密接に関連する取引

(xvii) beyond the transactions stated in the preceding items, transactions that are similar to or closely related to the transactions or market transactions of derivatives and foreign market transactions of derivatives (excluding those falling under the category of transactions of securities-related derivatives).

３　特定取引勘定設置会社は、次に掲げる行為をしてはならない。ただし、第八十五条第三項第五号に掲げる書類に記載された事項の範囲内で行う場合は、この限りでない。

(3) A company that establishes a specified transaction account may not conduct

the following acts; provided, however, that this does not apply when it conducts the acts within the scope of the matters stated in a document stated in Article 85, paragraph (3), item (v):

一　特定取引勘定に属するものとして経理された取引又は財産を特定取引勘定以外の勘定に振り替えること。

(i) to transfer transactions or property which have been accounted for under the specified transaction account to any other accounts; or

二　特定取引勘定に属するものとして経理された取引又は財産以外の取引又は財産を特定取引勘定に振り替えること。

(ii) to transfer transactions or property other than those which have been accounted for under the specified transaction account to the specified transaction account.

４　前項の行為には、一の保険会社において、特定取引勘定とその他の勘定との間で行う第二項第一号から第四号の二まで及び第十五号に掲げる取引（当該取引に類似し、又は密接に関連する取引として同項第十七号の規定により特定取引とされる取引を含む。）を含むものとする。

(4) The acts referred to in the preceding paragraph are to include transactions stated in paragraph (2), items (i) through (iv) and item (xv) carried out at a single insurance company between its specified transaction account and other accounts (including transactions that are deemed to be specified transactions, pursuant to the provisions of item (xvii) of the same paragraph, as being similar to or closely related to the transactions).

５　特定取引勘定設置会社は、特定取引のうち事業年度終了の時において決済されていないものに係る利益相当額又は損失相当額の計算については、次の各号に掲げる取引の区分に応じ当該各号に定める額とする等、その会計を適正に処理するために必要な措置を講じなければならない。

(5) A company that establishes a specified transaction account must take measures necessary for properly account for the amount equivalent to profits or losses related to specified transactions that have not been settled as of the end of a business year, by such means as deeming the amount to be as specified in the following items, in accordance with the category of transactions stated in those items:

一　市場デリバティブ取引及び外国市場デリバティブ取引（有価証券関連デリバティブ取引に該当するものを除く。）　金融商品取引所又は外国金融商品市場における事業年度終了の日の最終価格により取引を決済したものとした場合に授受される差金に基づく額又はこれに準ずるものとして合理的な方法により算出した額

(i) market transactions of derivatives and foreign market transactions of derivatives (excluding those falling under the category of transactions of securities-related derivatives): the amount based on the difference to be paid or received if transactions are deemed to have been settled at the closing price as of the final day of the business year at a financial instruments exchange or a foreign Financial instruments market, or the amount calculated as being equivalent thereto, in accordance with a reasonable method;

二　店頭デリバティブ取引（金融商品取引法第二条第二十二項第三号、第四号及び第六号に掲げる取引並びに有価証券関連デリバティブ取引に該当するものを除く。）及び先物外国為替取引　当該取引により当事者間で授受することを約した金額（事業年度終了の日において未確定の場合は、指標の予想される数値に基づき算出される金額）を合理的な方法により事業年度終了の日の現在価値に割り引いた額

(ii) over-the-counter transactions of derivatives (excluding transactions stated in Article 2, paragraph (22), items (iii), (iv), and (vi) of the Financial Instruments and Exchange Act and those falling under the category of transactions of securities-related derivatives) and foreign exchange futures transactions: the amount obtained by discounting the amount that the parties had undertaken to pay or receive through the transactions (if the amount has not been determined as of the final day of the business year, the amount calculated based on the estimated figure of the indicators) to the present value as of the final day of the business year, in accordance with a reasonable method;

三　店頭デリバティブ取引（金融商品取引法第二条第二十二項第三号及び第四号に掲げる取引に限り、有価証券関連デリバティブ取引に該当するものを除く。）及び第五十二条の三第一項第三号に掲げる取引　当該取引の事業年度終了の日の現在価値として、権利の行使により当事者間で授受することを約した金額（事業年度終了の日において未確定の場合は、指標の予想される数値に基づき算出される金額）、事業年度終了の日の当該権利行使に係る指標の数値及び当該指標の予想される変動率を用いた合理的な方法により算定した額

(iii) over-the-counter transactions of derivatives (limited to transactions stated in Article 2, paragraph (22), items (iii) and (iv) of the Financial Instruments and Exchange Act and excluding those falling under the category of transactions of securities-related derivatives) and transactions stated in Article 52-3, paragraph (1), item (iii): the amount calculated in accordance with a reasonable method, by using the amount that the parties had undertaken to pay or receive through the exercise of rights as the present value of the transactions as of the final day of the business year (if the amount has not been determined as of the final day of the business year, the amount calculated based on the estimated figure of the indicators), the figure of the indicator related to the exercise of the rights as of the final day of the business year, and the estimated rate of fluctuations of the indicators; or

四　選択権付債券売買（当事者の一方が受渡日を指定できる権利を有する債券売買であって、一定の期間内に当該権利が行使されない場合には、当該売買の契約が解除される取引をいう。）、国債等の引受け、資産対応証券の引受け、店頭デリバティブ取引（前二号に掲げる取引に該当するものを除く。）及び商品デリバティブ取引

前各号に掲げる額に準ずるものとして合理的な方法により算定した額
(iv) trading of bonds with options (meaning bond trading wherein one party thereto is entitled to designate the delivery date, and wherein the contract for trading will be cancelled if the party fails to exercise the right within a certain period), acceptance of national government bonds, etc., acceptance of asset backed securities, over-the-counter transactions of derivatives (excluding those falling under transactions stated in the preceding two items), and commodity derivatives transactions: the amount calculated as being equivalent to the amounts stated in the preceding items, in accordance with a reasonable method.

（社内規則等）
(Internal Rules)
第五十三条の七　保険会社は、法第九十七条、第九十八条又は第九十九条の規定に基づく業務を営む場合においては、これらの業務の内容及び方法に応じ、顧客の知識、経験、財産の状況及び取引を行う目的を踏まえた重要な事項の顧客への説明その他の健全かつ適切な業務の運営を確保するための措置（書面の交付その他の適切な方法による商品又は取引の内容及びリスクの説明並びに顧客の意向の適切な把握並びに犯罪を防止するための措置を含む。）に関する社内規則等（社内規則その他これに準ずるものをいう。以下この条において同じ。）を定めるとともに、従業員に対する研修その他の当該社内規則等に基づいて業務が運営されるための十分な体制を整備しなければならない。
Article 53-7 (1) When an insurance company conducts businesses based on the provisions of Articles 97, 98, and 99 of the Act, it must establish internal rules, etc. (meaning internal rules and other equivalent rules; the same applies below in this Article) concerning the explanations on material matters to customers, in light of the customers' knowledge, experience, the status of their properties, and the purpose of transactions, and other measures to ensure healthy and proper business operations (including the explanations of the details and risks of instruments or transactions and proper understanding of customers' intensions by the delivery of a document or by any other appropriate means and measures to prevent crimes), in accordance with the details and the method of these businesses, and must develop a sufficient system to provide training to employees or otherwise ensure that the businesses are conducted based on the internal rules, etc.
２　保険会社が、人の死亡に関し、一定額の保険金を支払うことを約し、保険料を収受する保険であって、被保険者が十五歳未満であるもの又は被保険者本人の同意がないもの（いずれも不正な利用のおそれが少ないと認められるものを除く。以下この項において「死亡保険」という。）の引受けを行う場合には、前項の社内規則等に、死亡保険の不正な利用を防止することにより被保険者を保護するための保険金の限度額その他引受けに関する定めを設けなければならない。

(2) When an insurance company underwrites insurance where insurance premiums are received in exchange for an agreement to pay a fixed amount of insurance proceeds in connection with the death of individuals and the insured is younger than 15 years of age or the insured has not given the insured's consent (excluding insurance that is deemed unlikely to be used unlawfully in either case; referred to below as "insurance against death" in this paragraph), it must establish provisions on the maximum limit of insurance proceeds or other provisions on underwriting in the internal rules, etc. referred to in the preceding paragraph, so as to protect the insured by preventing illegal use of Insurance against Death.

（特定の財産又は役務の提供に係る業務の的確な遂行を確保するための措置）
(Measures to Ensure Proper Execution of Business Related to Specified Properties or Provision of Services)

第五十三条の十二の二　保険会社は、保険契約の締結、保険募集又は自らが締結した若しくは保険募集を行った団体保険に係る保険契約に加入することを勧誘する行為その他の当該保険契約に加入させるための行為に際して、当該保険会社、生命保険募集人又は損害保険募集人が、保険契約者又は被保険者に対し、当該保険契約に係る保険事故が発生したときにおいて保険金を受け取るべき者の選択により、保険金の支払又は直接支払いサービス（保険金を受け取るべき者が当該保険契約に係る保険金の全部又は一部を対価として当該保険会社が提携する事業者（以下この条、第二百二十七条の二第三項第五号及び第二百三十四条の二十一の二第一項第三号において「提携事業者」という。）が取り扱う商品等（商品、権利又は役務をいう。以下この条、第二百二十七条の二第三項第五号及び第二百三十四条の二十一の二第一項第三号において同じ。）を購入し又は提供を受けることとした場合に、当該保険会社が当該商品等の対価の全部又は一部として当該保険金を受け取るべき者に代わり当該保険金の全部又は一部を提携事業者に支払うことをいう。以下同じ。）を受けることができる旨及び当該商品等の内容又は水準について説明を行う場合（当該説明に係る当該商品等の内容又は水準が保険契約の締結又は保険契約に加入することの判断に重要な影響を及ぼす場合に限る。第二百二十七条の二第三項第五号及び第二百三十四条の二十一の二第一項第三号において同じ。）において、当該保険金を受け取るべき者に対し適切な提携事業者を提示するための体制の整備その他の必要な措置を講じなければならない。

Article 53-12-2 In concluding an insurance contract, conducting insurance solicitation, or soliciting subscription to an insurance contract related to a group insurance which was concluded by it or for which insurance solicitation was conducted by it or engaging in other acts to make a person subscribe to the insurance contract, an insurance company must, when the insurance company, life insurance agent or non-life insurance agent provides explanations to the policyholder or the insured about the fact that when an insured event under the insurance contract occurs, the person entitled to receive the insurance proceeds may receive, at its option, payment of insurance proceeds or direct payment service (meaning, when the person entitled to receive insurance proceeds decides to purchase or accept goods, etc. (meaning goods, rights or services; the same applies below in this Article, Article 227-2, paragraph (3), item (v) and Article 234-21-2, paragraph (1), item (iii)), handled by a business operator partnered with the insurance company (referred to below as a "partnered business operator" in this Article, Article 227-2, paragraph (3), item (v) and Article 234-21-2, paragraph (1), item (iii)) in exchange for all or part of the insurance proceeds under the insurance contract, the making of a payment by the insurance company of all or part of the insurance proceeds to the partnered business operator instead of the person entitled to receive the insurance proceeds in consideration of all or part of the goods, etc.; the same applies below), and about the contents or level of the goods, etc. (limited to cases where the contents or level of the goods, etc., related to the explanation have material influence on the decision on the conclusion of an insurance contract or subscription to an insurance contract; the same applies in Article 227-2, paragraph (3), item (v) and Article 234-21-2, paragraph (1), item (iii)), establish a system to present an appropriate partnered business operator to the person entitled to receive insurance proceeds or take other necessary measures.

（個人顧客情報の安全管理措置等）

(Measures for Security Management of Personal and Customer Information)

第五十三条の八　保険会社は、その取り扱う個人である顧客に関する情報の安全管理、従業者の監督及び当該情報の取扱いを委託する場合にはその委託先の監督について、当該情報の漏えい、滅失又は毀損の防止を図るために必要かつ適切な措置を講じなければならない。

Article 53-8 If an insurance company entrusts security management of information concerning individual customers that it handles, supervision of employees, and treatment of the information, it must take necessary and appropriate measures for the supervision of the entrusted party, so as to prevent the leaking, destruction or loss of the information.

（個人顧客情報の漏えい等の報告）

(Report of Leakage of Customers' Personal Information)

第五十三条の八の二　保険会社は、その取り扱う個人である顧客に関する情報（個人情報の保護に関する法律（平成十五年法律第五十七号）第十六条第三項に規定する個人データに該当するものに限る。）の漏えい、滅失若しくは毀損が発生し、又は発生したおそれがある事態が生じたときは、当該事態が生じた旨を金融庁長官に速やかに報告することその他の適切な措置を講じなければならない。

Article 53-8-2 If the leakage, loss or damage of the information related to the individual customer handled by an insurance company (limited to information that falls under the category of personal data prescribed in Article 16, paragraph (3) of the Act on the Protection of Personal Information (Act No. 57 of 2003)) has occurred or a situation has arisen where it is likely that such an event has occurred, the insurance company must promptly report to the Commissioner of the Financial Services Agency that the situation has arisen, and take other appropriate measures.

（返済能力情報の取扱い）

(Treatment of Information on Repayment Ability)

第五十三条の九　保険会社は、信用情報に関する機関（資金需要者の借入金返済能力に関する情報の収集及び保険会社に対する当該情報の提供を行うものをいう。）から提供を受けた情報であって個人である資金需要者の借入金返済能力に関するものを、資金需要者の返済能力の調査以外の目的のために利用しないことを確保するための措置を講じなければならない。

Article 53-9 An insurance company must take measures to ensure that it will not use information of individual fund demanders on their ability to pay provided by a credit information-related organization (meaning an organization that collects information on fund demanders' ability to pay and provide the information to insurance companies) for any purposes other than for the investigation of fund demanders' ability to pay.

（特別の非公開情報の取扱い）

(Treatment of Special Non-Disclosure Information)

第五十三条の十　保険会社は、その業務上取り扱う個人である顧客に関する人種、信条、門地、本籍地、保健医療又は犯罪経歴についての情報その他の特別の非公開情報（その業務上知り得た公表されていない情報をいう。）を、当該業務の適切な運営の確保その他必要と認められる目的以外の目的のために利用しないことを確保するための措置を講じなければならない。

Article 53-10 An insurance company must take measures to ensure that it will not use information of individual customers on their race, creed, family origin, registered domicile, health and medical care or criminal records, or any other special non-disclosure information (meaning non-disclosure information which has come to knowledge of it in the course of business) that it handles in the course of business for any purposes other than those deemed to be necessary for ensuring proper operation of the business.

（委託業務の的確な遂行を確保するための措置）

(Measures to Ensure Proper Performance of Entrusted Business)

第五十三条の十一　保険会社は、その業務を第三者に委託する場合（次項の規定により当該保険会社の属する保険持株会社グループ（法第百条の二第二項第一号に規定する保険持株会社グループをいう。以下同じ。）に属する保険持株会社が当該業務の的確

な遂行を確保するための措置を講ずる場合を除く。）には、当該業務の内容に応じ、次に掲げる措置を講じなければならない。

Article 53-11 (1) If an insurance company entrusts its business to a third party (excluding the case where an insurance holding company that belongs to an insurance holding company group (meaning an insurance holding company group provided in Article 100-2, paragraph (2), item (i) of the Act; the same applies below) to which the insurance company is a member, pursuant to the following paragraph, takes measures to ensure the proper execution of the business), it must take the following measures, in accordance with the details of the business:

一　当該業務を的確、公正かつ効率的に遂行することができる能力を有する者に委託するための措置

(i) measures to entrust the business to a person who has the ability to perform it properly, fairly, and effectively;

二　当該業務の委託を受けた者（以下この項において「受託者」という。）における当該業務の実施状況を、定期的に又は必要に応じて確認することにより、受託者が当該業務を的確に遂行しているかを検証し、必要に応じ改善させることその他の受託者に対する必要かつ適切な監督を行うための措置

(ii) measures to ensure necessary and appropriate supervision, etc. of a person entrusted with the business (referred to below as the "entrusted party" in this paragraph), such as by confirming the status of the performance of the business on a regular or as-needed basis, in order to verify whether the entrusted party is carrying out the business in an appropriate manner, or having the entrusted party make improvements as needed;

三　受託者が行う当該業務に係る顧客からの苦情を適切かつ迅速に処理するために必要な措置

(iii) measures necessary to appropriately and promptly process complaints from customers concerning the business conducted by the entrusted party;

四　受託者が当該業務を適切に行うことができない事態が生じた場合には、他の適切な第三者に当該業務を速やかに委託することその他の保険契約者等の保護に支障が生じることを防止するための措置

(iv) measures to prevent any interference to the protection of policyholders, etc. in the case of the occurrence of a situation where the entrusted party is unable to carry out the business appropriately, such as by entrusting the business promptly to other appropriate third party; or

五　保険会社の業務の健全かつ適切な運営を確保し、保険契約者等の保護を図るため必要がある場合には、当該業務の委託に係る契約の変更又は解除をする等の必要な措置を講ずるための措置

(v) measures to take necessary measures if it is necessary to ensure healthy and proper business operations of the insurance company and to protect policyholders, etc., such as by changing or canceling the contract related to the entrustment of the business.

２　法第百条の二第二項第一号の規定により当該業務の的確な遂行を確保するための措置を講ずる保険持株会社は、次に掲げる内容の当該保険持株会社における経営管理に係る方針の策定及びその実施を確保するための措置を講じなければならない。

(2) An insurance holding company that takes measures to ensure the precise execution of the relevant business pursuant to Article 100-2, paragraph (2), item (i) of the Act must take measures to ensure the formulation and implementation of policies concerning business management of the insurance holding company containing the following matters:

一　当該保険持株会社グループに属する会社であって当該業務を的確、公正かつ効率的に遂行することができる能力を有する者に当該業務を委託すること。

(i) the insurance holding company entrusts the business to a company that belongs to the same insurance holding company group and has the ability to perform the business precisely, fairly and efficiently;

二　当該業務の委託を受けた者（以下この項において「受託者」という。）における当該業務の実施状況を、定期的に又は必要に応じて確認することにより、受託者が当該業務を的確に遂行しているかを検証し、必要に応じ改善させることその他の受託者に対する必要かつ適切な監督を行うこと。

(ii) the insurance holding company provides necessary and appropriate supervision to the person that has been entrusted with the business (referred to below as the "entrusted person" in this paragraph), in order to inspect whether the entrusted person is executing the business precisely and have the entrusted person improve the business as needed, by confirming the performance of the business by the entrusted person periodically or as needed;

三　受託者が行う当該業務に係る顧客からの苦情を適切かつ迅速に処理すること。

(iii) the insurance holding company deals with customer complaints concerning the business executed by the entrusted person appropriately and promptly;

四　受託者が当該業務を適切に行うことができない事態が生じた場合には、当該業務を委託した保険持株会社グループに属する二以上の会社に対し、他の適切な第三者に当該業務を速やかに委託することその他の当該業務に係る顧客の保護に支障が生じることを防止するための措置を求めること。

(iv) in cases of a situation in which the entrusted person is unable to execute the business appropriately, the insurance holding company requests two or more companies belonging to the same insurance holding company group that have entrusted that person with their business to take measures to prevent problems with the protection of customers in relation to the business, such as immediately entrusting the business to another appropriate third person; and

五　当該業務を委託した保険持株会社グループに属する二以上の会社の業務の健全かつ適切な運営を確保し、当該業務に係る顧客の保護を図るため必要がある場合には、

当該会社に対し、当該業務の委託に係る契約の変更又は解除をする等の必要な措置を求めること。

(v) if it is necessary to ensure the sound and appropriate management of the business of two or more companies that belong to the same insurance holding company group entrusted with the business, and for protecting customers in relation to the business, the insurance holding company requests these companies to take necessary measures, such as amending or cancelling the contract related to entrustment of the business.

（電子決済手段及び暗号資産の取得等に係る情報の安全管理措置）

(Measures to Ensure Information Security Management Regarding Acquisition of Electronic Payment Instruments and Cryptoassets)

第五十三条の十一の二　保険会社は、その行う業務のうち、電子決済手段（資金決済に関する法律第二条第五項に規定する電子決済手段をいい、暗号等資産に該当するものを除く。次条第一項において同じ。）を取得し、又は保有することとなる業務について、当該業務の内容及び方法に応じ、当該業務に係る電子情報処理組織の管理を十分に行うための措置を講じなければならない。

Article 53-11-2 (1) An insurance company must take measures to ensure sufficient management of the electronic data processing systems concerning the business involving the acquisition or possession of electronic payment instruments (meaning the electronic payment instruments provided in Article 2, paragraph (5) of the Payment Services Act, and excluding crypto- and other assets; the same applies in paragraph (1) of the following Article), in accordance with the contents and methods of its business.

２　保険会社は、その行う業務のうち、暗号等資産を取得し、又は保有することとなる業務及び暗号等資産に係る投資助言業務（金融商品取引法第二十八条第六項に規定する投資助言業務をいう。次条第二項及び第五十六条の二第二項第二十六号において同じ。）について、これらの業務の内容及び方法に応じ、当該業務に係る電子情報処理組織の管理を十分に行うための措置を講じなければならない。

(2) An insurance company must take measures to ensure sufficient management of the electronic data processing systems concerning the business involving the acquisition or possession of crypto- and other assets and investment advisory business (meaning the investment advisory business provided in Article 28, paragraph (6) of the Financial Instruments and Exchange Act; the same applies in paragraph (2) of the following Article and Article 56-2, paragraph (2), item (xxvi)) relating to crypto- and other assets, in accordance with the contents and methods of its business.

（電子決済手段及び暗号資産の取得等に係る健全性確保を図るための措置等）

(Measures to Ensure Soundness in Relation to Acquisition of Electronic Payment Instruments and Cryptoassets)

第五十三条の十一の三　保険会社は、その行う業務のうち、電子決済手段を取得し、又は保有することとなる業務について、電子決済手段の特性、取引の内容その他の事情に応じ、保険会社の経営の健全性の確保を図り、及び当該業務の適正かつ確実な遂行を確保するために必要な体制を整備する措置を講じなければならない。

Article 53-11-3 (1) An insurance company must take measures to ensure the soundness of management of the insurance company and to establish systems necessary for ensuring the conduct of the business in a proper and precise manner, with respect to its business involving the acquisition or possession of electronic payment instruments, taking into account the characteristic of the electronic payment instruments, the content of transactions and any other circumstances.

２　保険会社は、その行う業務のうち、暗号等資産を取得し、又は保有することとなる業務及び暗号等資産に係る投資助言業務について、暗号等資産の特性、取引の内容その他の事情に応じ、保険会社の経営の健全性の確保を図り、及びこれらの業務の適正かつ確実な遂行を確保するために必要な体制を整備する措置を講じなければならない。

(2) An insurance company must take measures to ensure the soundness of management of the insurance company and to establish systems necessary for ensuring the conduct of the business in a proper and precise manner, with respect to its business involving the acquisition or possession of crypto- and other assets and investment advisory business relating to crypto- and other assets, taking into account the characteristic of the crypto- and other assets, the content of transactions and any other circumstances.

（特定早期解約と保険契約の申込みの撤回又は解除との調整）

(Adjustment between Specified Early Surrender and revocation or Cancellation of Application for Insurance Contract)

第五十三条の十二　保険会社は、特定早期解約を行うことができる旨の定めがある保険契約について、当該保険契約の申込みの撤回又は解除に係る書面又は法第三百九条第一項に規定する電磁的記録による通知が特定早期解約を行うことができる期間内に到達した場合には、当該通知を発した者に対し、特定早期解約を行うか否かの意思を確認するための措置を講じなければならない。

Article 53-12 If an insurance company has received a document or notice by electronic or magnetic record provided in Article 309, paragraph (1) of the Act relating to the revocation or cancellation of an application for an insurance contract that specifies to the effect that a specified early surrender is allowed, within the period during which a specified early surrender is effective, it must take measures to confirm whether the person who has issued the notice really intends to make a specified early surrender.

（顧客の利益の保護のための体制整備に係る業務の範囲）

(Scope of Business Related to System Development for the Protection of

Customers' Interests)
第五十三条の十三　法第百条の二の二第一項に規定する内閣府令で定める業務は、保険会社が行うことができる業務（以下「保険関連業務」という。）とする。
Article 53-13 The business to be specified by Cabinet Office Order, as provided in Article 100-2-2, paragraph (1) of the Act is the business that an insurance company can carry out (referred to below as "insurance-related business").

（顧客の利益が不当に害されることのないよう必要な措置）
(Measures Necessary for Prevention of Unreasonably Negative Impact on Customers' Interests)
第五十三条の十四　保険会社は、当該保険会社又はその親金融機関等（法第百条の二の二第二項に規定する親金融機関等をいう。以下この条において同じ。）若しくは子金融機関等（同条第三項に規定する子金融機関等をいう。以下この条において同じ。）が行う取引に伴い、当該保険会社又はその子金融機関等が行う保険関連業務に係る顧客の利益が不当に害されることのないよう、次に掲げる措置を講じなければならない。
Article 53-14 (1) An insurance company must take the following measures so that a customer's interests related to the insurance-related business conducted by the insurance company or its subsidiary financial institution, etc. (meaning subsidiary financial institution, etc. provided in Article 100-2-2, paragraph (3) of the Act; the same applies below in this Article) will not be unjustly impaired as a result of transactions carried out by the insurance company, its parent financial institution, etc. (meaning parent financial institution, etc. provided in paragraph (2) of the same Article; the same applies below in this Article), or its subsidiary financial institution, etc.:
一　対象取引を適切な方法により特定するための体制の整備
(i) arrangement of a framework to identify the subject transactions by an appropriate means;
二　次に掲げる方法その他の方法により当該顧客の保護を適正に確保するための体制の整備
(ii) arrangement of a framework to properly ensure the protection of the customer by the following means or any other means:
イ　対象取引を行う部門と当該顧客との取引を行う部門を分離する方法
(a) segregation of the sector to carry out the target transactions and the sector to carry out transactions with the customer;
ロ　対象取引又は当該顧客との取引の条件又は方法を変更する方法
(b) change to conditions or methods of the target transactions or transactions with the customer;
ハ　対象取引又は当該顧客との取引を中止する方法
(c) suspension of the target transactions or transactions with the customer; or
ニ　対象取引に伴い、当該顧客の利益が不当に害されるおそれがあることについて、

当該顧客に適切に開示する方法

(d) properly disclosing to the customer that the customer's interests may be unjustly impaired as a result of the target transactions;

三　前二号に掲げる措置の実施の方針の策定及びその概要の適切な方法による公表

(iii) establishment of policies for implementing measures stated in the preceding two items and announcement of the outline by appropriate means; and

四　次に掲げる記録の保存

(iv) preservation of the following records:

イ　第一号の体制の下で実施した対象取引の特定に係る記録

(a) records related to the identification of the subject transactions that have been carried out under a system referred to in item (i); and

ロ　第二号の体制の下で実施した顧客の保護を適正に確保するための措置に係る記録

(b) records related to measures to properly ensure the protection of a customer that have been taken under systems referred to in item (ii).

２　前項第四号に規定する記録は、その作成の日から五年間保存しなければならない。

(2) The records provided in item (iv) of the preceding paragraph must be preserved for five years from the day on which the records were prepared.

３　第一項の「対象取引」とは、保険会社又はその親金融機関等若しくは子金融機関等が行う取引に伴い、当該保険会社又はその子金融機関等が行う保険関連業務に係る顧客の利益が不当に害されるおそれがある場合における当該取引をいう。

(3) The "subject transactions" referred to in paragraph (1) mean transactions carried out by an insurance company, its parent financial institution, etc., or its subsidiary financial institution, etc. if the transactions may unjustly impair customers' interests related to the insurance-related business conducted by the insurance company or its subsidiary financial institution, etc.

（特定関係者との間の取引等を行うやむを得ない理由等）

(Unavoidable Grounds for Carrying out Transactions with Person in Specified Relationship)

第五十四条　法第百条の三ただし書に規定する内閣府令で定めるやむを得ない理由は、次に掲げる理由とする。

Article 54 (1) The inevitable grounds to be specified by Cabinet Office Order, as provided in the proviso to Article 100-3 of the Act are as follows:

一　当該保険会社が当該保険会社の取引の通常の条件に照らして当該保険会社に不利益を与える取引又は行為を、当該保険会社の特定関係者（法第百条の三本文に規定する特定関係者をいう。以下この項、次条及び第五十四条の三において同じ。）に該当する特定保険会社（破綻たん保険会社（法第二百六十条第二項に規定する破綻たん保険会社をいう。以下この号において同じ。）並びに破綻たん保険会社の権利義務の全部又は一部を承継する保険会社及び外国保険会社等をいう。）との間で行

う場合において、当該取引又は行為を行わなければ当該特定保険会社の事業の継続に支障を生ずるおそれがあること。

(i) when the insurance company conducts transactions or acts that give disadvantages to the insurance company, in light of the ordinary terms and conditions of its transactions, with a specified insurance company (meaning a bankrupt insurance company (meaning a bankrupt insurance company provided in Article 260, paragraph (2) of the Act; the same applies below in this item) and an insurance company and a foreign insurance company that succeeds to the rights and duties of a bankrupt insurance company in whole or in part) that fall under the category of a specified related party (meaning a specified related party provided in the main clause of Article 100-3 of the Act; the same applies below in this paragraph, the following Article, and Article 54-3) with the insurance company, when it is likely to cause detriment to the continuation of the specified insurance company's business if the transactions or acts are not conducted;

二　当該保険会社が外国保険業者を当該保険会社の子法人等又は関連法人等として有する場合（当該外国保険業者が所在する国において当該保険会社が支店その他の営業所を設置することができないことについてやむを得ない事由があるときに限る。）において、当該保険会社が当該外国保険業者との間で当該保険会社の本店と支店その他の営業所との間で行う取引又は行為と同様の条件の取引又は行為を行わなければ当該外国保険業者の事業の継続に支障を生ずるおそれがあること。

(ii) when the insurance company has a foreign insurer as its subsidiary corporation, etc. or an affiliated corporation, etc. (limited to cases where there are any inevitable grounds that the insurance company cannot establish a branch or other business office in the state where the foreign insurer is located), when it is likely to cause detriment to the continuation of the foreign insurer's business if the insurance company does not carry out transactions or acts with the foreign insurer under similar conditions as those under which it carries out transactions or acts between its head office and its branches or other business offices;

三　当該保険会社の特定関係者の経営の状況の悪化により当該保険会社の経営の健全性を損なうおそれがある場合であって、当該保険会社が、当該保険会社の取引の通常の条件に照らして当該保険会社に不利益を与える取引又は行為を当該特定関係者との間で当該特定関係者の合理的な経営改善のための計画に基づき行う場合において、当該取引又は行為を行うことが当該特定関係者の経営の状況を改善する上で必要かつ不可欠であると見込まれること。

(iii) if the deterioration of the business conditions of a specified related party with the insurance company is likely to damage the soundness of the insurance company's business conditions, and the insurance company conducts transactions or acts that give disadvantages to the insurance company, in light of the ordinary terms and conditions of its transactions, with the specified related party, based on a plan for the rational improvement of business conditions of the specified related party, when it is deemed necessary and indispensable to conduct the transactions or acts for improving the business conditions of the specified related party; or

四　前三号に掲げるもののほか、当該保険会社がその特定関係者との間で当該保険会社の取引の通常の条件に照らして当該保険会社に不利益を与える取引又は行為を行うことについて、金融庁長官が必要なものとしてあらかじめ定める場合に該当すること。

(iv) beyond what is stated in the preceding three items, when the Commissioner of the Financial Services Agency specifies, in advance, it as being necessary for the insurance company to conduct transactions or acts that give disadvantages to the insurance company, in light of the ordinary terms and conditions of its transactions, with the specified related party.

２　法第百条の三ただし書に規定する内閣府令で定める要件は、当該保険会社が当該保険会社を子会社とする保険持株会社（他の保険会社又は保険持株会社の子会社でないものに限る。）の子会社（当該保険会社以外の保険会社に限る。）との間で行う取引又は行為で、その条件が当該保険会社の取引の通常の条件に照らして当該保険会社に不利益を与えるもの（以下この項において「特定取引等」という。）に関し、次に掲げる要件の全てに該当することとする。

(2) The requirements specified by Cabinet Office Order that is provided for in the proviso to Article 100-3 of the Act is that all of the following requirements be met for transactions and acts undertaken between the insurance company and a subsidiary company (limited to an insurance company other than the relevant insurance company) of the insurance holding company (limited to one that is not itself a subsidiary company of another insurance company or insurance holding company) that has the relevant insurance company as its subsidiary company, which puts the insurance company at a disadvantage in light of the ordinary conditions of its transactions (referred to below as a "specified transaction, etc." in this paragraph):

一　当該保険会社が特定取引等を行うことが当該保険会社の経営の健全性を損なうおそれがないこと。

(i) the performance of the specified transaction, etc. by the insurance company is unlikely to damage the soundness of the management of the insurance company; and

二　当該保険会社が特定取引等の条件を明確に定めていること。

(ii) the insurance company has clearly specified the conditions for the specified transaction, etc.

（特定関係者等との間の取引等）

(Transactions with Person in Specified Relationship)

第五十四条の二　法第百条の三第二号に規定する内閣府令で定める取引又は行為は、次

に掲げるものとする。
Article 54-2 The transactions or acts to be specified by Cabinet Office Order, as provided in Article 100-3, item (ii) of the Act are as follows:

一　当該特定関係者の顧客との間で行う取引で、当該保険会社が、その営む業務の種類、規模及び財務内容等に照らして当該特定関係者の顧客と同様であると認められる当該特定関係者の顧客以外の者との間で、当該特定関係者の顧客との間で行う取引と同種及び同量の取引を同様の状況の下で行った場合に成立することとなる取引の条件と比べて、当該保険会社に不利な条件で行われる取引（当該特定関係者と当該特定関係者の顧客が当該特定関係者が営む事業に係る契約を締結することをその取引の条件にしているものに限る。）

(i) transactions carried out with a customer of the specified related party, wherein the insurance company carries out with a person other than a customer of the specified related party who is deemed to be similar to a customer of the specified related party, in light of the type and size of its business and its financial conditions, etc., under conditions that are disadvantageous to the insurance company compared to those for ordinary transactions with a customer of the specified related party for the same type and the same volume under similar circumstances (limited to transactions on condition that the specified related party and a customer of the specified related party concludes a contract related to the business to be conducted by the specified related party);

二　当該保険会社が、その営む業務の種類、規模及び財務内容等に照らして当該特定関係者と同様であると認められる当該特定関係者以外の者との間で、当該特定関係者との間で行う取引と同種及び同量の取引を同様の状況の下で行った場合に成立することとなる取引の条件と比べて、当該特定関係者に不当に不利益を与えるものと認められるもの

(ii) transactions that are deemed to be more disadvantageous to the specified related party, compared to conditions for transactions that the insurance company carries out with a person other than the specified related party who is deemed to be similar to the specified related party, in light of the type and size of its business and its financial conditions, etc., for the same type and the same volume under similar circumstances; or

三　何らの名義によってするかを問わず、法第百条の三の規定による禁止を免れる取引又は行為をすること。

(iii) transactions or acts conducted so as to evade the prohibitions under Article 100-3, of the Act, irrespective of the name under which the transactions or acts are to be conducted.

（特定関係者との間の取引等の承認の申請等）
(Application for Approval for Transactions with Person in Specified Relationship)

第五十四条の三　保険会社は、法第百条の三ただし書の規定によるやむを得ない理由があることについての承認を受けようとするときは、承認申請書に理由書その他参考となるべき事項を記載した書類を添付して金融庁長官に提出しなければならない。
Article 54-3 (1) If an insurance company seeks to obtain an approval on the existence of compelling reasons under the proviso to Article 100-3 of the Act, it must submit to the Commissioner of the Financial Services Agency a written application for approval, attaching a written statement of reasons and a document containing any other matters which would serve as reference information.
２　金融庁長官は、前項の規定による承認の申請があったときは、当該申請をした保険会社が法第百条の三各号に掲げる取引又は行為をすることについて第五十四条第一項に掲げるやむを得ない理由があるかどうかを審査するものとする。
(2) When the application for approval under the preceding paragraph has been filed, the Commissioner of the Financial Services Agency is to examine whether there are any inevitable grounds stated in Article 54, paragraph (1) that the insurance company that has filed the application conducts transaction or acts stated in the items of Article 100-3 of the Act.

第五十四条の三の二　保険会社は、法第百条の三ただし書の規定による要件を満たすことについての承認を受けようとするときは、承認申請書に次に掲げる書類を添付して金融庁長官に提出しなければならない。
Article 54-3-2 (1) If an insurance company seeks to obtain an approval relating to the satisfaction of the requirements under the proviso to Article 100-3 of the Act, it must attach the following documents to a written application for approval and submit them to the Commissioner of the Financial Services Agency:
一　理由書
(i) a written statement of reasons;
二　当該保険会社に関する次に掲げる書類
(ii) the following documents concerning the insurance company:
イ　最終の貸借対照表、損益計算書及び株主資本等変動計算書（当該保険会社が相互会社である場合には、剰余金の処分又は損失の処理に関する書面及び基金等変動計算書）その他最近における業務、財産及び損益の状況を知ることができる書類
(a) the latest balance sheet, profit and loss statement, statement of changes in shareholders' equity, etc. (in the case where the insurance company is a mutual company, a document on appropriation of surplus or disposition of loss and a statement of changes in funds, etc.), and any other document disclosing the recent status of business, properties, and profits and losses;
ロ　当該承認後における収支の見込みを記載した書類
(b) a document stating an estimation of income and expenditures after

obtaining the approval;

三　第五十四条第二項第二号に規定する条件を記載した書類

(iii) a document stating the conditions prescribed in Article 54, paragraph (2), item (ii);

四　第五十四条第二項第二号に規定する条件の決定が取締役会の決議を要するものである場合には、これに関する取締役会の議事録

(iv) if the determination of the conditions prescribed in Article 54, paragraph (2), item (ii) requires a resolution at a meeting of the board of directors, the minute of the meeting of the board of directors on this matter; and

五　その他金融庁長官が必要と認める事項を記載した書類

(v) other documents stating matters found to be necessary by the Commissioner of the Financial Services Agency.

２　金融庁長官は、前項の規定による承認の申請があったときは、当該申請をした保険会社が第五十四条第二項に掲げる要件の全てに該当するかどうかを審査するものとする。

(2) When an application for approval under the preceding paragraph is filed, the Commissioner of the Financial Services Agency is to examine whether the insurance company that filed the application satisfies all of the requirements stated in Article 54, paragraph (2).

（運用報告書の記載事項等）

(Matters to Be Stated in Investment Reports)

第五十四条の四　法第百条の五第一項に規定する内閣府令で定める事項は、次に掲げる事項とする。

Article 54-4 (1) The matters to be specified by Cabinet Office Order, as provided in Article 100-5, paragraph (1) of the Act are as follows:

一　対象期間（直前の基準日（運用報告書（法第百条の五第一項に規定する運用報告書をいう。以下この条、第五十四条の六第一号及び第二百三十四条の二十五第一項第六号の二において同じ。）の作成の基準とした日をいう。以下この条及び次条第二項第三号において同じ。）の翌日（当該運用報告書が初めて作成するものである場合にあっては、特別勘定に属する財産の運用を開始した日）から当該運用報告書の基準日までの期間をいう。以下この条及び次条第二項第三号において同じ。）

(i) the subject period (meaning the period from the day immediately following the immediately preceding base date (meaning the date used as the base date in preparing an investment report (meaning the investment report prescribed in Article 100-5, paragraph (1) of the Act; the same applies below in this Article, Article 54-6, item (i) and Article 234-25, paragraph (1), item (vi)-2); the same applies below in this Article and paragraph (2), item (iii) of the following Article) (in cases where the investment report is prepared for the first time, the first-mentioned day is the day on which investment in the properties belonging to the special account is started) until the base date of the investment report; the same applies below in this Article and paragraph (2), item (iii) of the following Article);

二　運用実績連動型保険契約に基づいて運用する財産の運用状況として次に掲げる事項

(ii) the following matters representing the investment status of the properties to be invested based on a performance-linked insurance contract:

イ　対象期間における特別勘定に属する財産の運用の経過（当該財産の額の主要な変動の要因を含む。）

(a) the progress of investment in the properties belonging to the special account during the subject period (including the major causes of fluctuation in the amount of the properties);

ロ　特別勘定に属する財産の運用状況の推移

(b) transitions of the status of investment in the properties belonging to the special account;

三　対象期間における特別勘定に属する財産の運用方針及び当該運用方針に従った投資が行われたかについての分析に関する事項

(iii) matters related to the investment policies of the properties belonging to the special account during the subject period and the analysis on whether not the investment was made in accordance with the investment policies;

四　基準日の翌日以後における運用方針

(iv) the investment policies on or after the day immediately following the base date; and

五　当該保険会社がその財務又は業務（運用実績連動型保険契約に係るものに限る。）に関する外部監査を受けている場合において、当該運用報告書の対象期間において当該外部監査に係る報告を受けたときは、当該外部監査を行った者の氏名又は名称並びに当該外部監査の対象及び結果の概要

(v) if an external audit has been conducted with respect to the insurance company's finance or business (limited to those under the performance-linked insurance contract) and when the insurance company receives a report on the external audit during the subject period of the investment report, the name of the person who conducted the external audit, subject and outline of the results of the external audit.

2　基準日における特別勘定に属する財産に対象有価証券（金融商品取引業等に関する内閣府令第九十六条第四項に規定する対象有価証券をいう。第二百三十四条の二十四第一項第十五号において同じ。）（その保有額の当該財産の額に対する割合が百分の三に満たないものを除く。）が含まれているときにおける運用報告書には、前項各号に掲げる事項のほか、次に掲げる事項を記載しなければならない。ただし、当該運用報告書の交付前一年以内に当該保険契約の相手方に対し交付した当該保険契約に係る契約締結前交付書面（法第三百条の二において読み替えて準用する金融商品取引法第三十七条の三第一項に規定する書面をいう。）若しくは契約変更書面（当該保険契約の一部の変更に伴い当該契約締結前交付書面の記載事項に変更すべきものがある場合

において、当該変更すべき記載事項を記載した書面をいう。）又は運用報告書に次に掲げる事項の全てが記載されている場合は、この限りでない。

(2) The investment report prepared in the case where target securities (meaning the target securities prescribed in Article 96, paragraph (4) of the Cabinet Office Order on Financial Instruments Business, etc.; the same applies in Article 234-24, paragraph (1), item (xv)) (excluding those whose ratio of the amount of holding to the amount of the properties is less than 3 percent) are included in the properties belonging to the special account as of the base date must state the following matters in addition to the matters stated in the items of the preceding paragraph; provided, however, that this does not apply to cases where all of the following matters are stated in the document for delivery prior to conclusion of contract (meaning the document prescribed in Article 37-3, paragraph (1) of the Financial Instruments and Exchange Act as applied mutatis mutandis pursuant to Article 300-2 of the Act following the deemed replacement of terms) or explanatory document on amendment to contract terms (meaning, in cases where any of the matters to be stated in the document for delivery prior to conclusion of contract should be changed in association with the partial change to the insurance contract, the document in which the matters to be stated subject to the change are stated) under the insurance contract which has been delivered to the other party to the insurance contract within one year before the delivery of the investment report or in the investment report:

一　当該対象有価証券の名称、当該対象有価証券の価額の算出方法並びに当該対象有価証券に係る権利を有する者に当該価額を報告する頻度及び方法に関する事項

(i) the name of the target securities, the method of calculation of the value of the target securities and the matters related to the frequency and method of reporting the value to the person who holds rights related to the target securities;

二　当該対象有価証券の発行者、当該対象有価証券に係る権利を有する者から出資又は拠出を受けた資産（以下この号及び第四号において「ファンド資産」という。）の運用に係る重要な業務を行う者、ファンド資産の保管に係る重要な業務を行う者並びにファンド資産の運用及び保管に係る業務以外の前号に掲げる事項（同号に規定する価額の算出方法又は当該価額を報告する方法に関する事項に限る。）に係る重要な業務を行う者（次号において「ファンド関係者」という。）の商号又は名称、住所又は所在地及びそれらの者の役割分担に関する事項

(ii) the trade name or name and the address or location of the issuer of the target securities, the person engaged in an important business related to the investment in the assets invested or contributed by the person who holds rights related to the target securities (the relevant assets are referred to below as the "fund assets" in this item and item (iv)), the person engaged in an important business related to the retention of fund assets and the person engaged in an important business related to the matters stated in the preceding item (limited to the matters related to the method of calculation of the value or the method of reporting as prescribed in that item) that is other than the business related to the investment or retention of the fund assets (the relevant person is referred to below as the "person concerned with the fund" in the following item) and matters concerning the sharing of roles between those persons;

三　当該保険会社とファンド関係者との間の資本関係及び人的関係

(iii) capital relationship and personal relationship between the insurance company and the person concerned with the fund; and

四　ファンド資産に係る外部監査の有無及び当該外部監査を受ける場合にあっては、当該外部監査を行う者の氏名又は名称

(iv) whether or not an external audit has been conducted with respect to the fund assets and if the external audit has been conducted, the person who conducted the external audit.

３　対象期間は、一年（第八十三条第一号イ及びハに掲げる保険契約に該当する場合にあっては、三月。第五項第二号において同じ。）を超えてはならない。

(3) The subject period must not exceed one year (or three months in cases where the relevant insurance contract falls under the category of insurance contract stated in Article 83, item (i), (a) and (c); the same applies in paragraph (5), item (ii)).

４　運用報告書は、対象期間経過後遅滞なく作成し、運用実績連動型保険契約の保険契約者に交付しなければならない。

(4) The investment report must be prepared after the lapse of the subject period without delay and delivered to the policyholders of the performance-linked insurance contract.

５　法第百条の五第一項ただし書に規定する内閣府令で定める場合は、次に掲げる場合とする。

(5) The cases to be specified by Cabinet Office Order, as provided in the proviso to Article 100-5, paragraph (1) of the Act are as follows:

一　運用実績連動型保険契約の保険契約者の同居者が確実に運用報告書の交付を受けると見込まれる場合であって、かつ、当該保険契約者が当該運用報告書の交付を受けないことについてその基準日までに同意している場合（当該基準日までに当該保険契約者から当該運用報告書の交付の請求があった場合を除く。）

(i) cases where a person living together with the policyholder of the performance-linked insurance contract is expected to definitely receive the investment report and where the policyholder has consented by the base date not to receive the investment report (excluding the cases where the policyholder has made a request for delivery of the investment report by the base date);

二　他の法令の規定により、一年に一回以上、運用実績連動型保険契約の保険契約者

に対して運用報告書に記載すべき事項を記載した書面が交付され、又は当該事項を記録した電磁的記録が提供される場合

(ii) cases where a document stating the matters to be stated in the investment report is delivered or electronic or magnetic records in which the matters are recorded are provided to the policyholder of the performance-linked insurance contract for not less than once a year pursuant to the provisions of other laws and regulations; and

三　運用実績連動型保険契約の保険契約者が金融商品取引法第三十四条の三第四項（同法第三十四条の四第六項において準用する場合を含む。）の規定により特定投資家とみなされる者である場合

(iii) cases where the policyholder of the performance-linked insurance contract is deemed to be a professional investor pursuant to the provisions of Article 34-3, paragraph (4) of the Financial Instruments and Exchange Act (including as applied mutatis mutandis pursuant to Article 34-4, paragraph (6) of that Act).

（運用報告書に係る情報通信の技術を利用する方法）

(Method of Using Information and Communication Technology Related to Investment Report)

第五十四条の五　法第百条の五第二項に規定する電子情報処理組織を使用する方法その他の情報通信の技術を利用する方法であって内閣府令で定めるものは、次に掲げるものとする。

Article 54-5 (1) The method using an electronic data processing system or any other method using information and communication technology to be specified by Cabinet Office Order, as provided in Article 105, paragraph (2) of the Act is as follows:

一　電子情報処理組織を使用する方法のうち次に掲げるもの

(i) the methods using an electronic data processing system stated below:

イ　保険会社（法第百条の五第二項に規定する事項の提供を行う保険会社との契約によりファイルを自己の管理する電子計算機に備え置き、これを当該事項を提供する相手方（以下この条において「保険契約者」という。）又は当該保険会社の用に供する者を含む。以下この条及び第五十四条の七において同じ。）の使用に係る電子計算機と保険契約者又は保険契約者との契約により保険契約者ファイル（専ら保険契約者の用に供せられるファイルをいう。以下この条において同じ。）を自己の管理する電子計算機に備え置く者の使用に係る電子計算機とを接続する電気通信回線を通じて書面に記載すべき事項（以下この条において「記載事項」という。）を送信し、保険契約者又は保険契約者との契約により保険契約者ファイルを自己の管理する電子計算機に備え置く者の使用に係る電子計算機に備えられた保険契約者ファイルに記録する方法（同項に規定する方法による提供を受ける旨の承諾又は受けない旨の申出をする場合にあっては、同項に規定する事項の提供を行う保険会社の使用に係る電子計算機に備えられたファイルにその

旨を記録する方法）
(a) to transmit the matters to be stated in a document (referred to below as the "matters to be stated" in this Article) via telecommunications line connecting a computer used by an insurance company (including a person which, under the contract with an insurance company providing the matters as provided in Article 105, paragraph (2) of the Act, stores files on a computer it manages and makes the files accessible to the recipient of those matters (referred to below as the "policyholder" in this Article) or to the insurance company; the same applies below in this Article and Article 54-7) and a computer used by the policyholder or by a person which, under the contract with the policyholder, stores a policyholder File (meaning a file made available exclusively to the policyholder; the same applies below in this Article) on a computer it manages, and to record the same in the policyholder file stored on the computer used by the policyholder or a person which, under the contract with the policyholder, stores the policyholder file on the computer it manages (or in cases where the policyholder acknowledges its approval or notifies its refusal to receive the provided matters by the method provided in the same paragraph, the method whereby the acknowledgment or notice is recorded in a file stored on a computer used by the insurance company which provides the matters as provided in the same paragraph);
ロ　保険会社の使用に係る電子計算機に備えられたファイルに記録された記載事項を電気通信回線を通じて保険契約者の閲覧に供し、保険契約者又は保険契約者との契約により保険契約者ファイルを自己の管理する電子計算機に備え置く者の使用に係る電子計算機に備えられた当該保険契約者の保険契約者ファイルに当該記載事項を記録する方法（法第百条の五第二項に規定する方法による提供を受ける旨の承諾又は受けない旨の申出をする場合にあっては、保険会社の使用に係る電子計算機に備えられたファイルにその旨を記録する方法）
(b) to make the matters to be stated recorded in a file stored on a computer used by an insurance company available for the policyholder's inspection via telecommunications line, and to record the matters to be stated in the policyholder file of the policyholder stored on a computer used by the policyholder or a person which, under the contract with the policyholder, stores the policyholder file on a computer it manages (or in cases where the policyholder acknowledges its approval or notifies its refusal to receive the provided matters by the method provided in Article 100-5, paragraph (2) of the Act, the method whereby the acknowledgment or notice is recorded in a file stored on a computer used by the insurance company);
ハ　保険会社の使用に係る電子計算機に備えられた保険契約者ファイルに記録された記載事項を電気通信回線を通じて保険契約者の閲覧に供する方法
(c) to make the matters to be stated recorded in the policyholder file stored

on a computer used by an insurance company available for the policyholder's inspection via telecommunications line;

ニ　閲覧ファイル（保険会社の使用に係る電子計算機に備えられたファイルであって、同時に複数の保険契約者の閲覧に供するため記載事項を記録させるファイルをいう。次項において同じ。）に記録された記載事項を電気通信回線を通じて保険契約者の閲覧に供する方法

(d) to make the matters to be stated recorded in the inspection file (meaning a file stored on a computer used by an insurance company in which the matters to be stated are recorded for making them available for inspection by multiple policyholders at the same time; the same applies in the following paragraph) available for the policyholder's inspection via telecommunications line; and

二　磁気ディスク、シー・ディー・ロムその他これらに準ずる方法により一定の事項を確実に記録しておくことができる物をもって調製するファイルに記載事項を記録したものを交付する方法

(ii) to deliver the file storing the matters to be stated, which is prepared with any object enabling secure storage of certain information through magnetic disks, CD-ROMs or any other means equivalent thereto.

２　前項各号に掲げる方法は、次に掲げる基準に適合するものでなければならない。

(2) The methods stated in the items of the preceding paragraph must be in conformity with the following requirements:

一　保険契約者が保険契約者ファイル又は閲覧ファイルへの記録を出力することにより書面を作成できるものであること。

(i) that the method enables the policyholder to prepare a document by way of outputting information recorded in the policyholder file or inspection file;

二　前項第一号イ、ハ又はニに掲げる方法（保険契約者の使用に係る電子計算機に備えられた保険契約者ファイルに記載事項を記録する方法を除く。）にあっては、記載事項を保険契約者ファイル又は閲覧ファイルに記録する旨又は記録した旨を保険契約者に対し通知するものであること。ただし、保険契約者が当該記載事項を閲覧していたことを確認したときはこの限りでない。

(ii) regarding the method stated in item (i), (a), (c) or (d) of the preceding paragraph (excluding the method to record the matters to be stated in the policyholder file stored on a computer used by the policyholder), that the policyholder is informed of the fact that the matters to be stated will be or have been recorded in the policyholder file or the inspection file; provided, however, that this does not apply to the cases where the policyholder is confirmed as having inspected the matters to be stated;

三　前項第一号ハ又はニに掲げる方法にあっては、記載事項に掲げられた保険契約に基づき、保険料として収受した金銭の運用を対象期間内において最後に行った日以後五年間（当該期間が終了する日までの間に当該記載事項に係る苦情の申出があったときは、当該期間が終了する日又は当該苦情が解決した日のいずれか遅い日まで

の間）次に掲げる事項を消去し又は改変することができないものであること。ただし、閲覧に供している記載事項を書面により交付する場合、保険契約者の承諾（令第十四条の二第一項の規定による承諾をいう。）を得て前項第一号イ若しくはロ若しくは第二号に掲げる方法により提供する場合又は保険契約者による当該記載事項に係る消去の指図がある場合は、当該記載事項を消去することができる。

(iii) regarding the method stated in item (i), (c) or (d) of the preceding paragraph, that the following matters cannot be deleted or altered for the period until the fifth anniversary of the last date of investment of money received as insurance premiums under the insurance contract specified in the matters to be stated (or if any complaint related to the matters to be stated has been raised within the period before the expiration date of the period, for the period until either the expiration date of the period or the day when the complaint was resolved, whichever comes later); provided, however, that the matters to be stated may be deleted if the matters to be stated offered for inspection are delivered in writing, the matters to be stated are provided by the methods stated in item (i), (a) or (b) of the preceding paragraph or in item (ii) of the preceding paragraph with the policyholder's consent (meaning consent given under Article 14-2, paragraph (1) of the Cabinet Order), or the policyholder has instructed the deletion of the matters to be stated:

イ　前項第一号ハに掲げる方法については、保険契約者ファイルに記録された記載事項

(a) regarding the method stated in item (i), (c) of the preceding paragraph, the matters to be stated recorded in the policyholder file;

ロ　前項第一号ニに掲げる方法については、閲覧ファイルに記録された記載事項

(b) regarding the method stated in item (i), (d) of the preceding paragraph, the matters to be stated recorded in the inspection file;

四　前項第一号ニに掲げる方法にあっては、次に掲げる基準に適合するものであること。

(iv) regarding the method stated in item (i), (d) of the preceding paragraph, that the following requirements are satisfied:

イ　保険契約者が閲覧ファイルを閲覧するために必要な情報を保険契約者ファイルに記録するものであること。

(a) that information necessary for the policyholder's inspection of the inspection file is recorded in the policyholder file; and

ロ　前号に規定する期間を経過するまでの間において、イの規定により保険契約者が閲覧ファイルを閲覧するために必要な情報を記録した保険契約者ファイルと当該閲覧ファイルとを電気通信回線を通じて接続可能な状態を維持させること。ただし、閲覧の提供を受けた保険契約者が接続可能な状態を維持させることについて不要である旨通知した場合は、この限りでない。

(b) that, before the elapse of the period as provided in the preceding item, the policyholder file recording the information necessary for the policyholder's inspection of the inspection file under (a) and the inspection file are kept connectible via telecommunications line; provided, however, that this does not apply to the cases where the policyholder who has been given access to the files for inspection has made notification to the effect that the connectibility does not need to be maintained.

３　第一項第一号の「電子情報処理組織」とは、保険会社の使用に係る電子計算機と、保険契約者ファイルを備えた保険契約者若しくは保険契約者との契約により保険契約者ファイルを自己の管理する電子計算機に備え置く者又は保険会社の使用に係る電子計算機とを電気通信回線で接続した電子情報処理組織をいう。

(3) The term "electronic data processing system" as used in paragraph (1), item (i) means an electronic data processing system connecting a computer used by the insurance company and a computer storing the policyholder file used by the policyholder or a person which, under the contract with the policyholder, stores the policyholder file on a computer it manages or a computer used by the insurance company, via telecommunications line.

（保険契約者等の保護のため支障を生ずるおそれがあるもの）

(Cases That Are Likely to Cause Detriment to the Protection of Policyholders)

第五十四条の六　法第百条の五第三項ただし書に規定する内閣府令で定める場合は、次に掲げる場合とする。

Article 54-6 The cases to be specified by Cabinet Office Order, as provided in the proviso to Article 100-5, paragraph (3) of the Act are as follows:

一　運用実績連動型保険契約の保険契約者からの運用報告書に記載すべき事項に関する照会に対して速やかに回答できる体制が整備されていない場合

(i) cases where a system to promptly respond to the inquires made by the policyholder of a performance-linked insurance contract with respect to the matters to be stated in the investment report has not been established; and

二　運用実績連動型保険契約の保険契約者が金融商品取引法第三十四条の二第五項の規定により特定投資家以外の保険契約者とみなされる場合

(ii) cases where the policyholder of the performance-linked insurance contract is deemed to be a policyholder other than a professional investor pursuant to the provisions of Article 34-2, paragraph (5) of the Financial Instruments and Exchange Act.

（電磁的方法の種類及び内容）

(Types and Details of Electronic or Magnetic Means)

第五十四条の七　令第十四条の二第一項の規定により示すべき方法の種類及び内容は、次に掲げる事項とする。

Article 54-7 The types and details of the methods to be presented pursuant to Article 14-2, paragraph (1) of the Cabinet Order are as follows:

一　第五十四条の五第一項各号に掲げる方法のうち保険会社が使用するもの
(i) the methods stated in the items of Article 54-5, paragraph (1), which are to be used by the insurance company; and
二　ファイルへの記録の方式
(ii) the format for recording information in a file.

（共同行為の認可の申請）
(Application for Authorization for Concerted Business)
第五十五条　損害保険会社（外国損害保険会社等を含む。以下この項において同じ。）は、法第百二条第一項（法第百九十九条において準用する場合を含む。）の規定による認可を受けようとするときは、次に掲げる事項（共同行為の内容の変更をする場合においては、当該変更の内容）を記載した共同行為の当事者である損害保険会社の連名の認可申請書を金融庁長官に提出しなければならない。
Article 55 (1) If a non-life insurance company (including a foreign non-life insurance company, etc.; the same applies below in this paragraph) seeks to obtain authorization pursuant to the provisions of Article 102, paragraph (1) of the Act (including as applied mutatis mutandis pursuant to Article 199 of the Act), it must submit to the Commissioner of the Financial Services Agency a written application for authorization containing the following matters (if it intends to change the details of the concerted business, the details of the change), jointly with the non-life insurance companies that are the parties to the concerted business:
一　共同行為の当事者の商号、名称又は氏名及びその本店、主たる事務所又は日本における主たる店舗（法第百八十七条第一項第四号に規定する日本における主たる店舗をいう。以下同じ。）の所在地並びに当該当事者が法人である場合においては代表者又は法第百八十七条第一項第二号の日本における代表者の氏名
(i) the trade names or names of the parties to the concerted business, and the location of their head offices, principal business offices, or principal branches in Japan (meaning principal branches in Japan provided in Article 187, paragraph (1), item (iv) of the Act; the same applies below), and if the party is a corporation, the name of the representative or the representative in Japan referred to in Article 187, paragraph (1), item (ii) of the Act;
二　共同行為の名称
(ii) the name of the concerted business;
三　共同行為の態様
(iii) the manner of the concerted business;
四　共同行為の開始時期及び期間の定めがある場合には、その開始時期及び期間
(iv) if there are any provisions concerning the time of commencing the concerted business and the duration, the commencing time and duration; and
五　共同行為に関する事務を統括する事務所がある場合には、その事務所の名称及び所在地

(v) if there is any business office to supervise affairs concerning the concerted business, the name and the location of the business office.

２　前項の認可申請書には、次に掲げる書類を添付しなければならない。

(2) The following documents must be attached to a written application referred to in the preceding paragraph:

一　理由書

(i) a written statement of reasons;

二　共同行為に関する協定書、契約書その他の書面

(ii) a letter of agreement, a written contract, or other document concerning the concerted business;

三　その他参考となるべき事項を記載した書類

(iii) a document containing any other matters which would serve as reference information.

３　第一項の認可申請書及びその添付書類は、正本一通及びその写し二通を金融庁長官に提出しなければならない。

(3) The original and two copies of the written application referred to in paragraph (1) and documents attached thereto must be submitted to the Commissioner of the Financial Services Agency.

（保険業務等に関する苦情処理措置及び紛争解決措置）

(Complaint Processing Measures and Dispute Resolution Measures for Insurance Business)

第五十五条の二　法第百五条の二第一項第二号（法第百九十九条において準用する場合を含む。）に規定する苦情処理措置として内閣府令で定める措置は、次の各号のいずれかとする。

Article 55-2 (1) The measures to be specified by Cabinet Office Order, as the complaint processing measures provided in Article 105-2, paragraph (1), item (ii) of the Act (including as applied mutatis mutandis pursuant to Article 199 of the Act), are the measures provided in one of the following items:

一　次に掲げるすべての措置を講じること。

(i) to take all measures stated below:

イ　保険業務等関連苦情（法第二条第三十八項　に規定する保険業務等関連苦情をいう。以下この項及び第三項において同じ。）の処理に関する業務を公正かつ的確に遂行するに足りる業務運営体制を整備すること。

(a) to develop business operation system that is sufficient to fairly and appropriately execute businesses related to processing of complaints related to insurance business, etc. (meaning the complaints related to insurance business, etc. as provided in Article 2, paragraph (38) of the Act; the same applies in this paragraph and paragraph (3));

ロ　保険業務等関連苦情の処理に関する業務を公正かつ的確に遂行するための規則（当該業務に関する保険業関係業者（法第二条第四十二項に規定する保険業関係

業者をいう。第四号及び第三項において同じ。）内における責任分担を明確化する規定を含むものに限る。）を整備すること。

(b) to establish the rules for fair and appropriate execution of businesses concerning processing of complaints related to insurance business, etc. (limited to the rules which include provisions clarifying the division of responsibilities among insurance-related businesses (meaning the insurance-related business as provided in Article 2, paragraph (42) of the Act; the same applies in item (iv) and paragraph (3)) involved in the businesses);

ハ　保険業務等関連苦情の申出先を顧客（法第百五条の二第一項第二号に規定する顧客をいう。）に周知し、並びにイの業務運営体制及びロの規則を公表すること。

(c) to inform customers (meaning the customers provided in Article 105-2, paragraph (1), item (ii) of the Act) of recipient of complaints related to insurance business, etc. and to publish the business operation system as described in (a) and the rules as described in (b);

二　金融商品取引法第七十七条第一項（同法第七十八条の六（投資者からの苦情に対する対応等）及び第七十九条の十二（認定団体による苦情の処理）において準用する場合を含む。）（投資者からの苦情に対する対応等）の規定により金融商品取引業協会（同法第二条第十三項（定義）に規定する認可金融商品取引業協会又は同法第七十八条第二項（認定金融商品取引業協会の認定）に規定する認定金融商品取引業協会をいう。次項第一号において同じ。）又は認定投資者保護団体（同法第七十九条の十第一項（業務廃止の届出）に規定する認定投資者保護団体をいう。次項第一号において同じ。）が行う苦情の解決により保険業務等関連苦情の処理を図ること。

(ii) to process the complaints related to insurance business, etc. through resolution of complaints conducted by financial instruments firms associations (meaning the authorized financial instruments firms association provided in Article 2, paragraph (13) (Definitions) of the Financial Instruments and Exchange Act or the recognized financial instruments firms association provided in Article 78, paragraph (2) (Recognition of Recognized Financial Instruments Firms Associations) of the same Act; the same applies in item (i) of the following paragraph) or certified investor protection organization (meaning the certified investor protection organization as provided in Article 79-10, paragraph (1) (Notification of Abolition of Business) of the same Act; the same applies in item (i) of the following paragraph), pursuant to Article 77, paragraph (1) (Response to Complaints from Investors) of the Financial Instruments and Exchange Act (including as applied mutatis mutandis pursuant to Article 78-6 (Response to Complaints Filed by Investors) and Article 79-12 (Processing of Complaints by Certified Organization));

三　消費者基本法（昭和四十三年法律第七十八号）第十九条第一項（苦情処理及び紛

争解決の促進）又は第二十五条（国民生活センターの役割）に規定するあっせんにより保険業務等関連苦情の処理を図ること。

(iii) to process the complaints related to insurance business, etc. through mediation provided in Article 19, paragraph (1) (Promotion of Complaint Processing and Dispute Resolution) or Article 25 (Role of National Consumer Affairs Center) of the Consumer Basic Act (Act No. 78 of 1968);

四　法第三百八条の二第一項に規定する指定（その紛争解決等業務の種別が当該保険業関係業者が行う保険業務等以外の保険業務等であるものに限る。次項第四号において同じ。）又は令第四十四条の七各号に掲げる指定を受けた者が実施する苦情を処理する手続により保険業務等関連苦情の処理を図ること。

(iv) to process the complaints related to insurance business, etc. through complaint processing procedures implemented by the persons who have obtained the designation pursuant to Article 308-2, paragraph (1) of the Act (limited to the case where the category of business of dispute resolution, etc. falls under the insurance business, etc. other than the insurance business, etc. conducted by the insurance-related business; the same applies in item (iv) of the following paragraph) or the designation stated in the items of Article 44-7 of the Cabinet Order; and

五　保険業務等関連苦情の処理に関する業務を公正かつ的確に遂行するに足りる経理的基礎及び人的構成を有する法人（法第三百八条の二第一項第一号に規定する法人をいう。次項第五号において同じ。）が実施する苦情を処理する手続により保険業務等関連苦情の処理を図ること。

(v) to process the complaints related to insurance business, etc. through complaint processing procedures implemented by a corporation (meaning the corporation provided in Article 308-2, paragraph (1), item (i) of the Act; the same applies in item (v) of the following paragraph), having the accounting basis and personnel structure necessary for conducting the business concerning processing of the complaints related to insurance business, etc. fairly and appropriately.

２　法第百五条の二第一項第二号（法第百九十九条において準用する場合を含む。）に規定する紛争解決措置として内閣府令で定める措置は、次の各号のいずれかとする。

(2) The measures to be specified by Cabinet Office Order, as the dispute resolution measures provided in Article 105-2, paragraph (1), item (ii) of the Act (including as applied mutatis mutandis pursuant to Article 199 of the Act), are the measures stated in one of the following items:

一　金融商品取引業協会又は認定投資者保護団体のあっせん（金融商品取引法第七十七条の二第一項（同法第七十八条の七（認定協会によるあつせん）及び第七十九条の十三（認定団体によるあつせん）において準用する場合を含む。）（認可協会によるあつせん）に規定するあっせんをいう。）により保険業務等関連紛争（法第二条第三十九項に規定する保険業務等関連紛争をいう。以下この条において同じ。）の解決を図ること。

(i) to resolve the dispute related to insurance business, etc. (meaning the dispute related to insurance business, etc. as provided in Article 2, paragraph (39) of the Act; the same applies below in this Article) through mediation conducted by financial instruments firms associations or certified investor protection organization (meaning the mediation provided in Article 77-2, paragraph (1) (Mediation by Authorized Association) of the Financial Instruments and Exchange Act (including as applied mutatis mutandis pursuant to Article 78-7 (Mediation by Recognized Association) and 79-13 (Mediation by Certified Organization) of the same Act));

二　弁護士法（昭和二十四年法律第二百五号）第三十三条第一項（会則）に規定する会則若しくは当該会則の規定により定められた規則に規定する機関におけるあっせん又は当該機関における仲裁手続により保険業務等関連紛争の解決を図ること。

(ii) to resolve the dispute related to insurance business, etc. through mediation by an organization under the articles of association provided in Article 33, paragraph (1) (Articles of Association) of the Attorney Act (Act No. 205 of 1949) or under rules stipulated in accordance with the provisions of the articles of association, or through arbitration procedures by the organization;

三　消費者基本法第十九条第一項若しくは第二十五条に規定するあっせん又は同条に規定する合意による解決により保険業務等関連紛争の解決を図ること。

(iii) to resolve the dispute related to insurance business, etc. through mediation provided in Article 19, paragraph (1) or Article 25 of the Consumer Basic Act or through resolution by agreement provided in Article 25 of the same Act;

四　法第三百八条の二第一項に規定する指定又は令第四十四条の七各号に掲げる指定を受けた者が実施する紛争の解決を図る手続により保険業務等関連紛争の解決を図ること。

(iv) to resolve the dispute related to insurance business, etc. through dispute resolution procedures implemented by the persons who have obtained the designation pursuant to Article 308-2, paragraph (1) of the Act or the designation stated in the items of Article 44-7 of the Cabinet Order; and

五　保険業務等関連紛争の解決に関する業務を公正かつ的確に遂行するに足りる経理的基礎及び人的構成を有する法人が実施する紛争の解決を図る手続により保険業務等関連紛争の解決を図ること。

(v) to resolve the dispute related to insurance business, etc. through dispute resolution procedures implemented by a corporation, having the accounting basis and personnel structure necessary for conducting the business concerning resolution of the dispute related to insurance business, etc. fairly and appropriately.

3　前二項（第一項第五号及び前項第五号に限る。）の規定にかかわらず、保険業関係業者は、次の各号のいずれかに該当する法人が実施する手続により保険業務等関連苦情の処理又は保険業務等関連紛争の解決を図ってはならない。

(3) Notwithstanding the provisions of the preceding two paragraphs (limited to paragraph (1), item (v) and item (v) of the preceding paragraph), the insurance-related business may not process the complaints related to insurance business, etc. and resolve the dispute related to insurance business, etc. through procedures implemented by a corporation falling under any of the categories prescribed in the following items:

一　法又は弁護士法　の規定により罰金の刑に処せられ、その執行を終わり、又は執行を受けることがなくなった日から五年を経過しない法人

(i) a corporation that has been sentenced to a fine under the provisions of the Act or the Attorney Act, and for whom five years have not passed since the day when the execution of the punishment terminated or it became free from execution of the punishment;

二　法第三百八条の二十四第一項の規定により法第三百八条の二第一項　の規定による指定を取り消され、その取消しの日から五年を経過しない法人又は令第四十四条の七　各号に掲げる指定を取り消され、その取消しの日から五年を経過しない法人

(ii) a corporation whose designation under Article 308-2, paragraph (1) of the Act was revoked pursuant to Article 308-24, paragraph (1) of the Act and for whom five years have not passed since the day when the designation was revoked, or a corporation whose designation under the items of Article 44-7 of the Cabinet Order was revoked and for whom five years have not passed since the day when the designation was revoked;

三　その業務を行う役員（役員が法人であるときは、その職務を行うべき者を含む。以下この号において同じ。）のうちに、次のいずれかに該当する者がある法人

(iii) a corporation, any of whose officers in charge of its business (if an officer is a corporation, including a person who is in charge of its business; the same applies in this item) falls under any of the following conditions:

イ　禁錮以上の刑に処せられ、又は法若しくは弁護士法の規定により刑に処せられ、その執行を終わり、又は執行を受けることがなくなった日から五年を経過しない者

(a) a person who was sentenced to imprisonment or a severer punishment or was sentenced pursuant to the provisions of the Act or the Attorney Act, if a period of five years has not yet elapsed since the day on which the person served out the sentence or was exempted from the execution of the sentence; or

ロ　法第三百八条の二十四第一項の規定により法第三百八条の二第一項の規定による指定を取り消された法人において、その取消しの日前一月以内にその法人の役員であった者でその取消しの日から五年を経過しない者又は令第四十四条の七　各号に掲げる指定を取り消された法人において、その取消しの日前一月以内にその法人の役員であった者でその取消しの日から五年を経過しない者

(b) a person who was an officer of a corporation whose designation under in Article 308-2, paragraph (1) of the Act was revoked pursuant to Article

308-24, paragraph (1) of the Act, if the person was an officer of the corporation within one month before the revocation and a period of five years has not yet elapsed from the date of revocation; or a person who was an officer of a corporation whose designation stated in the items of Article 44-7 of the Cabinet Order was revoked, if the person was an officer of the corporation within one month before the revocation and a period of five years has not yet elapsed from the date of revocation.

第四章　子会社等
Chapter IV Subsidiary Companies

（専門子会社の業務等）
(Businesses of Specialized Subsidiary Companies)
第五十六条　法第百六条第一項第四号の二に規定する内閣府令で定める業務は、次に掲げるものとする。
Article 56 (1) The businesses to be specified by Cabinet Office Order, as provided in Article 106, paragraph (1), item (iv)-2 of the Act, are as follows:
一　次条第一項各号に掲げる業務であって、当該保険会社、その子会社（法第百六条第一項第一号から第二号の二まで及び第八号に掲げる会社に限る。）その他第四項各号に掲げる者（次項第二号及び第十七項第二号イにおいて「保険会社等集団」という。）の行う業務のために営むもの
(i) the businesses stated in the items of paragraph (1) of the following Article to be performed for the businesses conducted by the insurance companies, their subsidiary companies (limited to those stated in Article 106, paragraph (1), items (i) through (ii)-2 and (viii)) and any other persons stated in the items of paragraph (4) (referred to as an "insurance company, etc. group" in item (ii) of the following paragraph and paragraph (17), item (ii), (a));
二　次条第二項各号に掲げる業務（当該保険会社が銀行等会社（銀行、長期信用銀行又は銀行業を営む外国の会社をいう。以下同じ。）を子会社としていない場合にあっては次条第二項第三十四号の三及び第三十五号に掲げる業務を、当該保険会社が証券専門会社等（法第百六条第一項第五号に規定する証券専門会社（第五十八条の六において「証券専門会社」という。）、同項第六号に規定する証券仲介専門会社（第五十八条の六において「証券仲介専門会社」という。）又は有価証券関連業を行う外国の会社をいう。第十七項第二号ロ及び第二百十条の七第十四項第二号ロにおいて同じ。）を子会社としていない場合にあっては次条第二項第三十六号から第四十号までに掲げる業務を、当該保険会社が信託専門会社等（法第百六条第一項第七号に規定する信託専門会社、同項第十二号ロに規定する信託兼営銀行（以下「信託兼営銀行」という。）又は信託業（信託業法第二条第一項に規定する信託業をいう。第二百八条第二項第二号において同じ。）を営む外国の会社をいう。以下同じ。）を子会社としていない場合（当該保険会社が法第九十九条第七項の認可を受けて保険金信託業務を行う場合を除く。）にあっては次条第二項第四十一号から第

四十五号までに掲げる業務を、それぞれ除く。）

(ii) the businesses stated in the items of paragraph (2) of the following Article (excluding the businesses stated in items (xxxiv)-3 and (xxxv) of paragraph (2) of the following Article, if the insurance company has no subsidiary company which is a company engaged in banking business, etc. (meaning a bank, long-term credit bank or foreign company engaged in banking business; the same applies below); the businesses stated in items (xxxvi) through (xl) of paragraph (2) of the following Article, if the insurance company has no subsidiary company which is a company specialized in securities, etc. (meaning a company specialized in securities provided in Article 106, paragraph (1), item (v) of the Act (referred to as a "company specialized in securities" in Article 58-6), company specialized in securities intermediation provided in item (vi) of that paragraph (referred to as a "company specialized in securities intermediation" in Article 58-6) or a foreign company engaged in securities-related business; the same applies in paragraph (17), item (ii), (b) and Article 210-7, paragraph (14), item (ii), (b)); or the businesses stated in items (xli) through (xlv) of paragraph (2) of the following Article, when the insurance company has no subsidiary company which is a company specialized in trusts, etc. (meaning a company specialized in trusts provided in Article 106, paragraph (1), item (vii) of the Act, trust bank provided in item (xii), (b) of that paragraph (referred to below as a "trust bank"), or a foreign company engaged in trust business (meaning the trust business provided in Article 2, paragraph (1) of the Trust Business Act; the same applies in Article 208, paragraph (2), item (ii); the same applies below)) (excluding when the insurance company conducts insurance proceeds trust business with authorization referred to in Article 99, paragraph (7) of the Act)).

２　法第百六条第一項第五号に規定する内閣府令で定める業務は、金融商品取引法第三十五条第一項第一号から第十号まで、第十三号、第十六号及び第十七号に掲げる行為を行う業務並びに同条第二項第一号から第三号までに掲げる業務（同項第一号に掲げる業務にあっては、第五十二条の三第一項第一号及び第三号（同項第一号に係る部分に限る。）に掲げるもの並びに商品取引所法第二条第二十一項に規定する商品市場における取引等の委託を受ける業務に限り、金融商品取引法第三十五条第二項第二号に掲げる業務にあっては、第五十二条の三第一項第一号及び第三号（同項第一号に係る部分に限る。）に掲げるものに限る。）のほか、次に掲げるものとする。

(2) The businesses to be specified by Cabinet Office Order, as provided in Article 106, paragraph (1), item (v) of the Act, are the business to conduct the following activities, beyond those stated in Article 35, paragraph (1), items (i) through (x), and items (xiii), (xvi) and (xvii) of the Financial Instruments and Exchange Act; and the business stated in paragraph (2), items (i) through (iii) of that Act (in the case of business stated in item (i) of the same paragraph,

limited to the business stated in Article 52-3, paragraph (1), items (i) and (iii) (limited to the portion related to item (i) of the same paragraph) and business to accept entrustment of transactions on a commodity market as provided in Article 2, paragraph (21) of the Commodity Exchange Act; or in the case of the business stated in Article 35, paragraph (2), item (ii) of the Financial Instruments and Exchange Act, limited to the business stated in Article 52-3, paragraph (1), items (i) and (iii) (limited to the portion related to item (i) of the same paragraph)):

一　金融商品取引法第二条第八項第七号及び第十一号から第十七号までに掲げる行為（同項第十二号、第十四号及び第十五号に掲げる行為にあっては、暗号等資産の価値等（暗号等資産の価値、暗号等資産関連オプション（同法第百八十五条の二十三第一項に規定する暗号等資産関連オプションをいう。）の対価の額又は暗号等資産関連金融指標の動向をいう。次項第一号並びに次条第二項第十七号及び第二十六号において同じ。）の分析に基づく投資判断（同法第二条第八項第十一号ロに規定する投資判断をいう。次項第一号並びに次条第二項第十七号及び第二十六号において同じ。）に基づいて財産の運用を行うものを除く。）並びに金融商品取引法施行令第一条の十二各号に掲げる行為を行う業務

(i) business to conduct acts stated in Article 2, paragraph (8), item (vii) and items (xi) through (xvii) of the Financial Instruments and Exchange Act (with respect to the acts stated in items (xii), (xiv) and (xv) of that paragraph, excluding a business for asset investment based on the investment decision (meaning the investment decision provided in Article 2, paragraph (8), item (xi), (b) of that Act; the same applies in item (i) of the following paragraph and items (xvii) and (xxvi) of paragraph (2) of the following Article) with reference to the analysis of the value, etc. of crypto- and other assets (meaning the value of crypto- and other assets, the amount of consideration of the cryptoasset-related option (meaning the cryptoasset-related option provided in Article 185-23, paragraph (1) of that Act) or trends in cryptoasset-related financial indicators; the same applies in item (i) of the following paragraph and items (xvii) and (xxvi) of paragraph (2) of the following Article)); and business to conduct the acts stated in the items of Article 1-12 of the Order for Enforcement of the Financial Instruments and Exchange Act;

二　次条第一項各号（第二十三号を除く。）に掲げる業務であって、保険会社等集団の行う業務のために営むもの

(ii) the business stated in the items of paragraph (1) of the following Article (excluding item (xxiii)) to be performed for the businesses conducted by an insurance company, etc. group; and

三　次条第二項各号に掲げる業務（第一号に掲げる業務に該当するものを除き、当該保険会社が銀行等会社を子会社としていない場合にあっては同項第三十四号の三及び第三十五号に掲げる業務を、当該保険会社が信託専門会社等を子会社としていな

い場合（当該保険会社が法第九十九条第七項の認可を受けて保険金信託業務を行う場合を除く。）にあっては次条第二項第四十一号から第四十五号までに掲げる業務を、それぞれ除く。）

(iii) the business stated in the items of paragraph (2) of the following Article (excluding the business which falls under the business stated in item (i), and if the insurance company has no subsidiary company which is a company engaged in banking business, etc., excluding the businesses stated in items (xxxiv)-3 and (xxxv) of that paragraph; and if the insurance company has no subsidiary company which is a company specialized in trusts, etc. (excluding the case where the insurance company conducts insurance proceeds trust business with authorization referred to in Article 99, paragraph (7) of the Act), excluding the businesses stated in items (xli) through (xlv) of paragraph (2) of the following Article.)

３　法第百六条第一項第六号及び第六号の二に規定する内閣府令で定める業務は、金融商品取引法第三十五条第一項第十号及び第十三号に掲げる行為を行う業務並びに同条第二項第一号から第三号までに掲げる業務のほか、次に掲げる業務とする。

(3) The businesses to be specified by Cabinet Office Order, as provided in Article 106, paragraph (1), items (vi) and (vi)-2 of the Act, are the business to conduct the following activities, beyond those stated in Article 35, paragraph (1), items (x) and (xiii) of the Financial Instruments and Exchange Act; and the business stated in paragraph (2), items (i) through (iii) of that Act:

一　金融商品取引法第二条第八項第十一号、第十二号及び第十四号に掲げる行為（同項第十二号及び第十四号に掲げる行為にあっては、暗号等資産の価値等の分析に基づく投資判断に基づいて財産の運用を行うものを除く。）並びに金融商品取引法施行令第一条の十二第一号に掲げる行為を行う業務

(i) business to conduct acts stated in Article 2, paragraph (8), items (xi), (xii) and (xiv) of the Financial Instruments and Exchange Act; and business to conduct acts stated in Article 1-12, item (i) of the Order for Enforcement of the Financial Instruments and Exchange Act (with respect to the acts stated in items (xii) and (xiv) of that paragraph, excluding a business for asset investment based on the investment decision with reference to the analysis of value, etc. of crypto- and other assets);

二　累積投資契約（金融商品取引法第三十五条第一項第七号に規定する累積投資契約をいう。）の締結の媒介

(ii) intermediation for conclusion of a cumulative investment contract (meaning a cumulative investment contract provided in Article 35, paragraph (1), item (vii) of the Financial Instruments and Exchange Act);

三　金融商品取引法第三十五条第一項第一号に規定する有価証券の貸借の媒介

(iii) intermediation for lending and borrowing of securities as provided in Article 35, paragraph (1), item (i) of the Financial Instruments and Exchange Act;

四　前項第二号に掲げる業務
(iv) the business stated in item (ii) of the preceding paragraph;
五　次条第二項各号に掲げる業務（第一号に掲げる業務に該当するものを除き、当該保険会社が銀行等会社を子会社としていない場合にあっては同項第三十四号の三及び第三十五号に掲げる業務を、当該保険会社が信託専門会社等を子会社としていない場合（当該保険会社が法第九十九条第七項の認可を受けて保険金信託業務を行う場合を除く。）にあっては次条第二項第四十一号から第四十五号までに掲げる業務を、それぞれ除く。）
(v) the business stated in the items of paragraph (2) of the following Article (excluding the business which falls under the business stated in item (i), and also excluding the businesses stated in items (xxxiv)-3 and (xxxv) of the same paragraph, if the insurance company has no subsidiary company which is a company engaged in banking business, etc., and the businesses stated in items (xli) through (xlv) of paragraph (2) of the following Article, if the insurance company has no subsidiary company which is a company specialized in trusts, etc. (excluding the case where the insurance company conducts insurance proceeds trust business with authorization under Article 99, paragraph (7) of the Act));
４　法第百六条第一項第十二号に規定する内閣府令で定めるものは、次に掲げるものとする。
(4) The parties to be specified by Cabinet Office Order, as provided in Article 106, paragraph (1), item (xii) of the Act, are as follows:
一　当該保険会社の子会社等（法第百十条第二項に規定する子会社等をいい、当該保険会社の子会社（法第百六条第一項第一号、第二号及び第八号に掲げる会社に限る。）を除く。）
(i) a subsidiary company, etc. of the insurance company (meaning a subsidiary company, etc. provided in Article 110, paragraph (2) of the Act, but excluding the subsidiary company of the insurance company (limited to a company stated in Article 106, paragraph (1), items (i), (ii) and (viii) of the Act));
二　当該保険会社を子会社とする保険持株会社及びその子会社等（法第二百七十一条の二十四第一項に規定する子会社等をいい、当該保険会社及びその子会社等（法第百十条第二項に規定する子会社等をいう。）を除く。）
(ii) an insurance holding company and its subsidiary company, etc. (meaning a subsidiary company, etc. provided in Article 271-24, paragraph (1) of the Act, and excluding the relevant insurance company and its subsidiary company, etc. (meaning a subsidiary company, etc. provided in Article 110, paragraph (2) of the Act)) holding the insurance company as its subsidiary company;
５　法第百六条第一項第十三号に規定する内閣府令で定める会社は、金融商品取引所に上場されている株式又は店頭売買有価証券登録原簿（金融商品取引法第六十七条の十一第一項に規定する店頭売買有価証券登録原簿をいう。以下同じ。）に登録されている株式の発行者である会社以外の新事業活動（新商品の開発又は生産、新役務の開発

又は提供、商品の新たな生産又は販売の方式の導入、役務の新たな提供の方式の導入、技術に関する研究開発及びその成果の利用その他の新たな事業活動をいう。以下この項及び第十項において同じ。）を行う中小企業者（中小企業等経営強化法（平成十一年法律第十八号）第二条第一項に規定する中小企業者をいう。第十項及び第十五項において同じ。）である会社であって、設立の日又は新事業活動開始日（会社が現に行っている事業活動と異なる種類の新事業活動を開始した日をいう。）以後十年を経過していない会社とする。

(5) The company to be specified by Cabinet Office Order, as provided in Article 106, paragraph (1), item (xiii) of the Act, is a company other than the issuer of the shares listed on the financial instruments exchange or the shares registered in the over-the-counter traded securities register (meaning the over-the-counter traded securities register provided in Article 67-11, paragraph (1) of the Financial Instruments and Exchange Act; the same applies below), which is a small and medium sized enterprise (meaning a small and medium sized enterprise provided in Article 2, paragraph (1) of Small and Medium-sized Enterprises Business Enhancement Act (Act No. 18 of 1999); the same applies in paragraphs (10) and (15)) engaged in new business activities (meaning newly implemented business activity such as development or production of a new product, development or the provision of a new service, introduction of a new means of producing or selling a product, introduction of a new means of providing a service, or research and development concerning technology and the use of its results; the same applies below in this paragraph and paragraph (10)), and for which ten years have not passed since the day of its incorporation or the day of starting the new business activity (meaning the day when the company started the new business activity that is different from the category of business presently conducted by the company).

６　法第百六条第一項第十四号に規定する内閣府令で定める会社は、金融商品取引所に上場されている株式又は店頭売買有価証券登録原簿に登録されている株式の発行者である会社以外の会社であって、次の各号のいずれかに該当する会社とする。

(6) The company to be specified by Cabinet Office Order, as provided in Article 106, paragraph (1), item (xiv) of the Act, is a company other than the issuer of the shares listed on the financial instruments exchange or the shares registered in the over-the-counter traded securities register, which falls under the category of the company in any of the following items:

一　中小企業等経営強化法第十四条第一項の承認を受けている会社

(i) a company which has obtained the approval referred to in Article 14, paragraph (1) of the Small and Medium-sized Enterprises Business Enhancement Act;

二　民事再生法第百七十四条第一項の規定による再生計画認可の決定を受けている会社

(ii) a company which has obtained the decision of authorization of

rehabilitation plan under Article 174, paragraph (1) of the Civil Rehabilitation Act;
三　会社更生法第百九十九条第一項の規定による更生計画認可の決定を受けている会社
(iii) a company which has obtained the decision of authorization of reorganization plan under Article 199, paragraph (1) of the Corporate Reorganization Act;
四　株式会社地域経済活性化支援機構法（平成二十一年法律第六十三号）第二十五条第四項に規定する再生支援決定を受けている会社
(iv) a company which has obtained the decision on assistance provided for revitalization provided in Article 25, paragraph (4) of the Act on Regional Economy Vitalization Corporation of Japan (Act No. 63 of 2009);
五　株式会社東日本大震災事業者再生支援機構法（平成二十三年法律第百十三号）第十九条第四項に規定する支援決定を受けている会社
(v) a company which has obtained the decision on assistance from an industrial recovery organization provided in Article 19, paragraph (4) of the Act on Corporation for Revitalizing Earthquake-Affected Business (Act No. 113 of 2011);
六　株式会社東日本大震災事業者再生支援機構法第五十九条第一項に規定する産業復興機構による支援を受けている会社
(vi) a company which has obtained the assistance under Article 59, paragraph (1) of the Act on Corporation for Revitalizing Earthquake-Affected Business;
七　産業競争力強化法（平成二十五年法律第九十八号）第二十三条第一項の認定を受けている会社
(vii) a company which has obtained the approval for a corporate restructuring plan referred to in Article 23, paragraph (1) of the Act on Strengthening Industrial Competitiveness (Act No. 98 of 2013);
八　合理的な経営改善のための計画（保険会社、外国保険会社等、銀行等、保険持株会社、銀行持株会社（銀行法第二条第十三項に規定する銀行持株会社をいう。次条第二項第三十五号において同じ。）若しくは長期信用銀行持株会社（長期信用銀行法第十六条の四第一項に規定する長期信用銀行持株会社をいう。同号において同じ。）又はこれらの子会社（以下この号及び次号並びに第二百十条の七第五項第二号において「特定金融機関等」という。）が、当該特定金融機関等に対する会社の債務について次に掲げる措置のいずれかを実施することを内容とするものであって、当該措置の実施により相当の期間内に当該会社の経営の状況が改善されることが見込まれるものに限る。）を実施している会社
(viii) a company which implements the streamlined management improvement plan (meaning the plan wherein an insurance company, foreign insurance company, etc., bank, etc., insurance holding company, bank holding company (meaning a bank holding company provided in Article 2, paragraph (13) of the Banking Act; the same applies in item (xxxv), paragraph (2) of the

following Article), long term credit bank holding company (meaning a long term credit bank holding company provided in Article 16-4, paragraph (1) of the Long Term Credit Bank Act; the same applies in that item) or their respective subsidiary companies (referred to below as "specified financial institution, etc." in this item, the following item and Article 210-7, paragraph (5), item (ii)) implements any of the following measures in connection with the obligations of the company against the specified financial institution, etc.; and limited to the case where the implementation of the measure is expected to improve to the management of the company in a reasonable period of time):

イ　当該債務の全部又は一部を免除する措置

(a) measure to release all or part of the obligations;

ロ　当該債務の全部又は一部を消滅させるために株式を取得する措置

(b) measures to acquire shares in order to eliminate all or part of the obligations;

ハ　当該債務に係る債権の全部又は一部が当該会社に対する他の債権に後れることとする措置（当該会社の財務指標が当該特定金融機関等及び当該会社の間であらかじめ定めた一定の基準を下回った場合に、当該会社が期限の利益を喪失する措置を併せて講じているものに限る。）

(c) measures to make all or part of the credit related to the obligations subordinated to the other credits held against the company (limited to the case where the specified financial institution, etc. has implemented measures so that the company's obligations will be accelerated if the financial indicator of the company falls short of the certain requirement fixed by the specified financial institution, etc. and the company in advance);

九　当該会社に対する金銭債権を有する保険会社及び銀行等（当該保険会社及び当該銀行等がない場合にあっては、保険会社又はその子会社が当該会社の議決権を取得するときにおける当該保険会社）並びに次のいずれかに該当するものが関与して策定した合理的な経営改善のための計画（特定金融機関等が当該会社に対してその事業に必要な資金を出資することを内容とするものであって、当該出資により相当の期間内に当該会社の経営の状況が改善されることが見込まれるものに限る。）を実施している会社

(ix) a company that implements a streamlined management improvement plan (limited to a plan that provides for fund contribution by a specified financial institution, etc. to the company as necessary for its business, in which fund contribution is expected to improve the business management of the company within a reasonable period) formulated with the involvement of an insurance company or bank, etc. holding monetary credits against the company (in the case where there is no relevant insurance company or bank, etc., the insurance company that acquires voting rights in the company in connection with the acquisition of the voting rights by the insurance company or its subsidiary company) and any of the following entities:

イ　官公署

(a) a public agency;

ロ　商工会又は商工会議所

(b) a commercial and industrial association or chamber of commerce and industry;

ハ　イ又はロに準ずるもの

(c) any entity equivalent to (a) or (b);

ニ　弁護士、弁護士法人又は弁護士・外国法事務弁護士共同法人

(d) an attorney, a legal professional corporation, or an attorney at law/registered foreign lawyer joint corporation;

ホ　公認会計士又は監査法人

(e) a certified public accountant or audit corporation;

ヘ　税理士又は税理士法人

(f) a certified public tax accountant or tax accountancy corporation;

ト　他の事業者等の経営に関する相談に応ずる業務を営む会社（当該保険会社の子会社等（法第百十条第二項に規定する子会社等をいう。）及び当該保険会社を子会社とする保険持株会社の子会社等（法第二百七十一条の二十四第一項に規定する子会社等をいう。）以外の会社に限る。）

(g) a company engaged in management consultation business for other business operators, etc. (limited to a company other than a subsidiary company, etc. (meaning a subsidiary company, etc. provided in Article 110, paragraph (2) of the Act) of the insurance company and a subsidiary company, etc. (meaning a subsidiary company, etc. provided in Article 271-24, paragraph (1) of the Act) of an insurance holding company that holds the insurance company as its subsidiary company); and

十　代表者の死亡、高齢化その他の事由に起因して、その事業の承継のために支援の必要が生じた会社であって、当該事業の承継に係る計画に基づく支援を受けている会社

(x) a company that came to need assistance in order to succeed to its business for reasons such as the representative's death or old age, and that has received assistance based on a business succession plan.

7　法第百六条第一項第十四号に規定する内閣府令で定める要件は、保険会社又はその子会社が前項に規定する会社（同項第十号に掲げる会社に該当するものを除く。）の議決権を取得する場合において、次に掲げる要件のいずれにも該当することとする。

(7) The requirements specified by Cabinet Office Order, as provided in Article 106, paragraph (1), item (xiv) of the Act are that if an insurance company or its subsidiary company acquires voting rights in the company provided in the preceding paragraph (excluding one that falls under item (x) of that paragraph), all of the requirements stated in the following are satisfied:

一　保険会社及び銀行等による人的な又は財政上の支援その他の当該保険会社及び当該銀行等が行う事業の再生のための支援をその内容に含む事業計画（法第百六条第一項第十四号の事業に係る計画をいう。）が作成されていること。

(i) a business plan (meaning a business plan as provided in Article 106, paragraph (1), item (xiv) of the Act) has been prepared that includes human-resources or financial assistance by an insurance company and bank, etc. or any other assistance for business revitalization that is provided by that insurance company or bank, etc.; and

二　前号の事業計画について、前項第九号イからトまでのいずれかに該当するものが関与して策定していること。

(ii) any of the entity that falls under any of (a) through (g) of item (ix) of the preceding paragraph is involved in formulating the business plan referred to in the preceding item.

８　法第百六条第一項第十五号に規定する内閣府令で定める会社は、金融商品取引所に上場されている株式又は店頭売買有価証券登録原簿に登録されている株式の発行者である会社以外の会社であって、次の各号のいずれかに該当する会社又は事業の再生の計画の作成に株式会社地域経済活性化支援機構が関与している会社とする。

(8) The company to be specified by Cabinet Office Order, as provided in Article 106, paragraph (1), item (xv) of the Act is the company other than the issuer of the shares listed on the financial instruments exchange or the shares registered in the registry of over-the-counter traded securities, and which falls under any of the following items, or a company which prepares a business revitalization plan with the involvement of Regional Economy Vitalization Corporation of Japan:

一　株式会社地域経済活性化支援機構法第二十二条第一項第六号に掲げる業務の実施により設立される株式会社が無限責任組合員となる投資事業有限責任組合であって、次のいずれかに該当するものから出資を受けている会社

(i) a company that has received capital contribution from an investment limited partnership in which a stock company to be established through the implementation of the business stated in Article 22, paragraph (1), item (vi) of the Act on Regional Economy Vitalization Corporation of Japan is an unlimited liability partner and which falls under either of the following:

イ　当該保険会社又はその子会社が当該投資事業有限責任組合の組合員となっているもの

(a) the insurance company or its subsidiary company is a partner of the investment limited partnership;

ロ　当該株式会社に当該保険会社又はその子会社が出資しているもの

(b) the insurance company or its subsidiary company makes capital contribution to the stock company;

二　事業の再生又は地域の特性を生かした新たな事業の創出その他の地域経済の活性化に資する事業活動を行うことを目的とした会社であって、第六項第九号イからト

までのいずれかに該当するものが関与して策定した事業計画を実施している会社
(ii) a company that was established for the purpose of undertaking a business revitalization or of creating a new business that draws upon the distinctive features of the region or carrying out other such business activities that contribute to the revitalization of the regional economy, and which implements a business plan formulated with the involvement of one of the entities that falls under paragraph (6), item (ix), (a) through (g)f:
9　第五項に規定する会社のほか、新興企業者等も、保険会社の特定子会社（法第百六条第一項第十三号に規定する会社をいう。第十四項及び第十五項並びに第五十八条の七第三項において同じ。）が当該新興企業者等の出資者であり、かつ、第五項に規定する会社であった会社が新興企業者等となったときに、当該特定子会社が次に掲げるいずれかの要件に該当している場合には、当該特定子会社がその要件に該当している場合に限り、当該保険会社に係る同号に規定する内閣府令で定める会社に該当するものとする。
(9) Beyond the companies as provided in paragraph (5), an emerging enterprise operator, etc. also falls under a company related to the insurance company to be specified by Cabinet Office Order, as provided in Article 106, paragraph (1), item (xiii), if a specified subsidiary company of the insurance company (meaning a company as provided in that item; the same applies in paragraphs (14), (15) and Article 58-7, paragraph (3)) is an equity holder of the emerging enterprise operator, etc., and if, when the company provided paragraph (5) became an emerging enterprise operator, etc., the specified subsidiary company met any of the requirements specified in the following items, so far as the specified subsidiary company meets that requirement:
一　当該特定子会社が、当該新興企業者等の出資者（個人を除く。）のうち、最大出資者であること。
(i) that the specified subsidiary company is the largest equity holder among the equity holders (excluding individuals) of the emerging enterprise operator, etc.;
二　当該特定子会社の役員、業務を執行する社員若しくは使用人、これらであった者又は当該特定子会社が選定した者が当該新興企業者等の代表取締役、取締役又はこれらに準ずる役職に就任していること。
(ii) that an officer, a member or an employee who executes business, a person who was these persons or a person selected by the specified subsidiary company has assumed a position of the representative director, director or any other position equivalent thereto of the emerging enterprise operator, etc.; or
三　前二号に掲げるもののほか、当該特定子会社が当該新興企業者等の財務及び営業又は事業の方針の決定に対して重要な影響を与えることができることが推測される事実が存在すること。
(iii) beyond what is stated in the preceding two items, that there exists any

other fact inferring that the specified subsidiary company may have material influence on the decision-making relating to the financial, operational and business policies of the emerging enterprise operator, etc.

１０　前項に規定する「新興企業者等」とは、中小企業者であった会社であって、その事業の成長発展等により中小企業者でなくなり、かつ、中小企業者でなくなったとき以後においても次に掲げるいずれかの要件に該当しているものをいう。

(10) The term "emerging enterprise operator, etc." provided in the preceding paragraph means a company that was formerly a small and medium-sized enterprise but ceased to be a small and medium-sized enterprise due to the growth and development of its businesses, and which satisfies any of the following requirements even after it ceased to be a small and medium-sized enterprise.

一　設立の日又は新事業活動の開始の日以後十年を経過しておらず、かつ、前事業年度又は前年においてイに掲げる金額のロに掲げる金額に対する割合が百分の三を超えているもの

(i) a small and medium-sized enterprise operator, for which ten years have not passed since the day of the incorporation or the day of commencement of new business activities, and regarding which the ratio of the amount stated in (a) in the previous business year or previous year to the amount stated in (b) exceeds 3 percent;

イ　試験研究費その他新たな技術若しくは新たな経営組織の採用、市場の開拓又は新たな事業の開始のために特別に支出される費用の合計額

(a) the total of the research expenses, and any other special expenses to be disbursed for the adoption of new technology or managerial framework, marketing or launching of new business;

ロ　総収入金額から固定資産又は法人税法（昭和四十年法律第三十四号）第二条第二十一号に規定する有価証券の譲渡による収入金額を控除した金額

(b) the amount of the total income, less fixed assets or the proceeds from the transfer of securities as provided in Article 2, item (xxi) of the Corporate Tax Act (Act No. 34 of 1965);

二　設立の日又は新事業活動の開始の日以後二年を経過しておらず、常勤の新事業活動従事者（新事業活動に従事する者であって、研究者に該当しない者に限る。）の数が二人以上であり、かつ、当該新事業活動従事者の数の常勤の役員及び従業員の数の合計に対する割合が十分の一以上であるもの

(ii) a small and medium-sized enterprise operator, for which two years have not passed since the day of the incorporation or the day of commencement of new business activities, which has two or more full-time workers engaged in the new business activities (limited to the persons who are engaged in new business activities and do not fall under researchers), and regarding which the ratio of the number of the workers engaged in new business activities to the number of full-time officers and employees is not less than 10 percent; or

三　設立の日又は新事業活動の開始の日以後一年を経過しておらず、常勤の研究者の数が二人以上であり、かつ、当該研究者の数の常勤の役員及び従業員の数の合計に対する割合が十分の一以上であるもの

(iii) a small and medium-sized enterprise operator, for which one year has not passed since the day of the incorporation or the day of commencement of new business activities, which has two or more full-time researchers, and regarding which the ratio of the number of the researchers to the number of full-time officers and employees is not less than 10 percent.

１１　第五項に規定する会社及び第九項の規定により法第百六条第一項第十三号に規定する内閣府令で定める会社に該当するものとされる会社のほか、会社であって、その議決権を保険会社若しくはその子会社（子会社となる会社を含む。以下この項において同じ。）の担保権の実行による株式若しくは持分の取得又は第五十七条第一項第一号に掲げる事由によらずに取得されたとき（当該会社の議決権が当該保険会社又はその子会社により二回以上にわたり取得された場合にあっては、当該保険会社若しくはその子会社の担保権の実行による株式若しくは持分の取得又は同号に掲げる事由によらずに最後に取得されたとき）に第五項に規定する会社及び第九項の規定により法第百六条第一項第十三号に規定する内閣府令で定める会社に該当するものとされる会社に該当していたものも、その議決権が当該保険会社若しくはその子会社の担保権の実行による株式若しくは持分の取得又は第五十七条第一項第一号に掲げる事由によらずに新たに取得されない限り、当該保険会社に係る法第百六条第一項第十三号に規定する内閣府令で定める会社に該当するものとする。

(11) Beyond the companies as provided in paragraph (5) and companies which are treated, pursuant to paragraph (9), as those falling under the company to be specified by Cabinet Office Order, as provided in Article 106, paragraph (1), item (xiii) of the Act, a company which fell under the company as provided in paragraph (5) or a company which was treated, pursuant to paragraph (9), as a company falling under the company to be specified by Cabinet Office Order, as provided in Article 106, paragraph (1), item (xiii), at the time when the voting rights were acquired by an insurance company or its subsidiary company (including a company which becomes a subsidiary company; the same applies below) due to the grounds other than the acquisition of shares or equity interests by the exercise of security rights or those specified in Article 57, paragraph (1), item (i) (when the voting rights in that company were acquired on two or more occasions by the insurance company or its subsidiary company, at the time of the latest occasion of the acquisition due to the grounds other than the acquisition of shares or equity interests by the exercise of security rights or those as specified in the same item) is to be treated as a company related to the insurance company falling under the company to be specified by Cabinet Office Order, as provided in Article 106, paragraph (1), item (xiii) of the Act, unless the voting rights are newly acquired due to the grounds other than the acquisition of shares or equity interests by the exercise of security

rights by the insurance company or its subsidiary company or those specified in Article 57, paragraph (1), item (i).

１２　第九項及び前項の規定は、第六項に規定する会社に該当していたものについて準用する。この場合において、第九項及び前項中「第百六条第一項第十三号」とあるのは、「第百六条第一項第十四号」と読み替えるものとする。

(12) The provisions of paragraph (9) and the preceding paragraph apply mutatis mutandis to an entity that formerly was a company provided in paragraph (6). In this case, the term "Article 106, paragraph (1), item (xiii)" in paragraph (9) and the preceding paragraph is deemed to be replaced with "Article 106, paragraph (1), item (xiv)".

１３　第九項及び第十一項の規定は、第八項に規定する会社に該当していたものについて準用する。この場合において、第九項及び第十一項中「第百六条第一項第十三号」とあるのは、「第百六条第一項第十五号」と読み替えるものとする。

(13) The provisions of paragraphs (9) and (11) apply mutatis mutandis to an entity that formerly was a company provided in paragraph (8). In this case, the term "Article 106, paragraph (1), item (xiii)" in paragraphs (9) and (11) is deemed to be replaced with "Article 106, paragraph (1), item (xv)."

１４　第五項から前項まで（第七項を除く。）の規定にかかわらず、特定子会社がその取得した第五項、第九項若しくは第十一項に規定する会社（以下この項において「新規事業分野開拓会社」という。）、第六項に規定する会社若しくは第十二項において読み替えて準用する第十一項の内閣府令で定める会社に該当するもの（以下この章並びに第八十五条第一項第六号、第九号及び第十一号において「事業再生会社」という。）又は第八項に規定する会社若しくは前項において読み替えて準用する第十一項の内閣府令で定める会社に該当するもの（以下この項において「地域活性化事業会社」という。）の議決権を処分基準日（新規事業分野開拓会社の議決権にあってはその取得の日から十五年を経過する日をいい、事業再生会社及び地域活性化事業会社の議決権にあってはその取得の日から十年を経過する日（当該議決権が第六項に規定する会社（同項第五号又は第六号に該当するものに限る。）の議決権である場合であって、当該会社が当該支援を受けている期間が当該議決権の取得の日から十年を超えるときは、当該支援が終了する日）をいう。以下この項において同じ。）までに処分しないときは、当該新規事業分野開拓会社、当該事業再生会社及び当該地域活性化事業会社（以下この項、第五十八条の四第一項第九号、第五十八条の七第四項並びに第八十五条第一項第六号、第九号及び第十一号において「新規事業分野開拓会社等」という。）は、処分基準日の翌日からは新規事業分野開拓会社にあっては当該保険会社に係る法第百六条第一項第十三号に規定する内閣府令で定める会社に、事業再生会社にあっては当該保険会社に係る同項第十四号に規定する内閣府令で定める会社に、地域活性化事業会社にあっては当該保険会社に係る同項第十五号に規定する内閣府令で定める会社に、それぞれ該当しないものとする。ただし、当該処分を行えば当該保険会社又はその子会社が保有する当該新規事業分野開拓会社等の議決権の数が当該処分基準日における基礎議決権数（国内の会社及び事業再生会社（第七項に定める要件に該当する者に限る。以下この章並びに第八十五条第一項第六号、第九号及び第十一号に

おいて同じ。）の議決権についてはその総株主等の議決権に百分の十を乗じて得た議決権の数、外国の会社の議決権についてはその総株主等の議決権に百分の五十を乗じて得た議決権の数をいう。以下この項において同じ。）を下回ることとなる場合において、当該特定子会社が当該取得の日から処分基準日までの間に当該保険会社又はその子会社の保有する当該新規事業分野開拓会社等の議決権のうち当該処分基準日における基礎議決権数を超える部分の議決権を処分したときは、この限りでない。

(14) Notwithstanding the provisions of paragraphs (5) through the preceding paragraph (excluding paragraph (7)), if a specified subsidiary company fails to dispose of its acquired voting rights in a company provided in paragraph (5), (9) or (11) (referred to below as a "new business marketing company" in this paragraph), a company provided in paragraph (6), a company to be specified by Cabinet Office Order, as referred to in paragraph (11), as applied mutatis mutandis pursuant to paragraph (12) following the deemed replacement of terms (referred to below as a "business restructuring company" in this Chapter and Article 85, paragraph (1), items (vi), (ix) and (xi)), a company provided in paragraph (8) or a company to be specified by Cabinet Office Order, as referred to in paragraph (11), as applied mutatis mutandis pursuant to the preceding paragraph following the deemed replacement of terms (referred to below as a "local revitalization business company" in this paragraph), by the cut-off date (meaning the day on which fifteen years have elapsed from the date of the acquisition of the voting rights in a new business marketing company; or the day on which ten years have elapsed from the date of the acquisition of the voting rights in a business restructuring company or local revitalization business company (if the voting rights are voting rights in a company prescribed in paragraph (6) (limited to one that falls under item (v) or item (vi) of that paragraph), and if the period during which the company receives the assistance exceeds ten years from the date of the acquisition of the voting rights, the day on which the assistance ends); the same applies below in this paragraph), the relevant new business marketing company, business restructuring company and local revitalization business company (collectively referred to below as a "new business marketing company, etc." in this paragraph, Article 58-4, paragraph (1), item (ix), Article 58-7, paragraph (4) and Article 85, paragraph (1), items (vi), (ix) and (xi)) is to be treated as not falling under a company to be specified by Cabinet Office Order, as provided in Article 106, paragraph (1), item (xiii) in relation to the insurance company, in case of a new business marketing company, a company specified by Cabinet Office Order, as referred to in item (xiv) of that paragraph in relation to the insurance company, in case of a business restructuring company, or a company specified by Cabinet Office Order, as referred to in item (xv) of that paragraph in relation to the insurance company, in case of a local revitalization company, from the day immediately after the cut-off date; provided, however, that this

does not apply to the case where the disposition of the voting rights will result in the number of voting rights in the new business marketing company held by the insurance company or its subsidiary company falling short of the voting right holding threshold as of the cut-off date (meaning the number of the voting rights derived by multiplying all shareholders' voting rights by 10 percent, in the case of voting rights in a domestic company and business restructuring company (limited to a company that satisfies the requirements provided in paragraph (7); the same applies below in this Chapter and Article 85, paragraph (1), items (vi), (ix) and (xi)); or the number of voting rights derived by multiplying all shareholders' voting rights by 50 percent, in the case of voting rights in a foreign company; the same applies below in this paragraph), and where the specific subsidiary company, for the period between the acquisition date and the cut-off date, disposes the portion of the voting rights in the new business marketing company, etc. held by the insurance company or its subsidiary company exceeding the voting right holding thresholds as of the cut-off-date:

１５　第六項及び第十二項の規定にかかわらず、保険会社又はその特定子会社以外の子会社がその取得した事業再生会社の議決権を処分基準日（その取得の日から次の各号に掲げる議決権の区分に応じ、当該各号に定める期間を経過する日をいう。以下この項において同じ。）までに処分しないときは、当該事業再生会社は、処分基準日の翌日からは当該保険会社に係る法第百六条第一項第十四号に規定する内閣府令で定める会社に該当しないものとする。ただし、当該処分を行えば当該保険会社又はその特定子会社以外の子会社が保有する当該事業再生会社の議決権の数が当該処分基準日における基礎議決権数を下回ることとなる場合において、当該保険会社又はその特定子会社以外の子会社が当該取得の日から処分基準日までの間に当該保険会社又はその特定子会社以外の子会社の保有する当該事業再生会社の議決権のうち当該処分基準日における基礎議決権数を超える部分の議決権を処分したときは、この限りでない。

(15) Notwithstanding the provisions of paragraphs (6) and (12), if an insurance company or its subsidiary company other than a specified subsidiary company fails to dispose of the acquired voting rights in a business restructuring company by the cut-off date (meaning the day on which the period specified in the following items has elapsed from the date of the acquisition of the voting rights in accordance with the categories of voting rights stated in those items; the same applies below in this paragraph), the business restructuring company is not considered to be a company specified by Cabinet Office Order as provided in Article 106, paragraph (1), item (xiv) of the Act in relation to the insurance company from the day following the cut-off date; provided, however, that this does not apply to the case where the disposition of the voting rights would result in the number of voting rights in the business restructuring company held by the insurance company or its subsidiary company other than a specified subsidiary company falling below the voting right holding threshold

as of the cut-off date, and where the insurance company or its subsidiary company other than a specified subsidiary company, for the period between the acquisition date and the cut-off date, disposes the portion of the voting rights in the business restructuring company held by the insurance company or its subsidiary company other than a specified subsidiary company exceeding the voting right holding threshold as of the cut-off-date.

一　中小企業者の発行する株式又は持分に係る議決権　十年

(i) voting rights relating to shares or equity interests issued by a small and medium-sized enterprise operator: ten years; or

二　中小企業者以外の会社の発行する株式又は持分に係る議決権　三年

(ii) voting rights relating to shares or equity interests issued by a company other than a small and medium-sized enterprise operator: three years.

１６　法第百六条第一項第十三号に規定する内閣府令で定めるものは、次に掲げる業務及びこれらに附帯する業務を専ら営む会社とする。

(16) The companies to be specified by Cabinet Office Order, as provided in Article 106, paragraph (1), item (xiii) of the Act, are the companies engaged solely in the following businesses and businesses incidental to those businesses.

一　次条第二項第二十四号に掲げる業務

(i) the businesses stated in item (xxiv), item (2) of the following Article;

二　他の事業者等の経営に関する相談の実施、当該他の事業者等の業務に関連する事業者等又は顧客の紹介その他の必要な情報の提供及び助言（前号に掲げる業務による資金の供給を受け、又は受けることが見込まれる株式会社に係るものに限る。）

(ii) consultation on management of other business operators, etc., introduction of business operators, etc. or customers related to businesses of the other business operator, etc., provision of other necessary information and advice (limited to services relating to a stock company which is a recipient or prospective recipient of the fund relating to the businesses stated in the preceding item);

１７　法第百六条第一項第十七号に規定する内閣府令で定めるものは、次に掲げるものとする。

(17) The companies to be specified by Cabinet Office Order, as provided in Article 106, paragraph (1), item (xvii) of the Act, are as follows:

一　次に掲げる会社のいずれかを子会社とする持株会社

(i) a holding company that holds any of the following companies as its subsidiary company;

イ　生命保険会社

(a) a life insurance company;

ロ　損害保険会社

(b) a non-life insurance company;

ハ　少額短期保険業者

(c) a small amount and short term insurer;

ニ　銀行

(d) a bank;

ホ　長期信用銀行

(e) a long-term credit bank;

二　前号に掲げるもののほか、当該持株会社の子会社の経営管理を行う業務及びこれに附帯する業務並びに次に掲げる業務を専ら営む持株会社

(ii) in addition to what is stated in the preceding items, a holding company solely engaged in the business of management of its subsidiary companies, any businesses incidental to that business, as well as the following businesses:

イ　次条第一項各号に掲げる業務であって、保険会社等集団の行う業務のために営むもの

(a) the businesses stated in the items of paragraph (1) of the following Article which are conducted for the business of a group of insurance companies, etc.

ロ　次条第二項各号に掲げる業務（当該持株会社が銀行等会社を子会社としていない場合にあっては同項第三十四号の三及び第三十五号に掲げる業務を、当該持株会社が証券専門会社等を子会社としていない場合にあっては同項第三十六号から第四十号までに掲げる業務を、当該持株会社が信託専門会社等を子会社としていない場合（当該持株会社の議決権を保有する保険会社が法第九十九条第七項の認可を受けて保険金信託業務を行う場合（当該保険会社の子会社が当該議決権を保有する場合を含む。）を除く。）にあっては次条第二項第四十一号から第四十五号までに掲げる業務を、それぞれ除く。）

(b) the businesses stated in the items of paragraph (2) of the following Article (excluding the businesses stated in items (xxxiv)-3 and (xxxv) of that paragraph, in case where the holding company does not hold a company engaged in banking business as its subsidiary company; excluding the businesses stated in items (xxxvi) through (xl) of that paragraph, in case where the holding company does not hold a company specialized in securities, etc. as its subsidiary company; and excluding the businesses stated in items (xli) through (xlv) of paragraph (2) of the following Article in the case where the holding company does not hold a company specialized in trust business, etc. as its subsidiary company, etc. (excluding the case where an insurance company holding voting rights in the holding company conducts insurance proceeds trust business with authorization referred to in Article 99, paragraph (7) of the Act (including the case where a subsidiary company, etc. of the insurance company holds the voting rights)));

１８　法第二条第十五項の規定は、第六項第九号、第七項、第十一項（第十二項及び第十三項において読み替えて準用する場合を含む。）、第十四項、第十五項及び前項第二号ロに規定する議決権について準用する。

(18) The provisions of Article 2, paragraph (15) of the Act apply mutatis mutandis to the voting rights as provided in paragraph (6), item (ix), paragraph (7), paragraph (11) (including as applied mutatis mutandis pursuant to paragraphs (12) and (13) following the deemed replacement of terms), paragraph (14), paragraph (15) and item (ii), (b) of the preceding paragraph.

（保険会社の子会社の範囲等）

(Scope of Subsidiary Companies of Insurance Companies)

第五十六条の二　法第百六条第二項第一号に規定する内閣府令で定めるものは、次に掲げるものとする。

Article 56-2 (1) The businesses to be specified by Cabinet Office Order, as provided in Article 106, paragraph (2), item (i) of the Act, are as follows:

一　他の事業者等の役員又は職員のための福利厚生に関する事務を行う業務

(i) business to handle affairs related to welfare benefit of officers or employees of other business operators, etc.;

二　他の事業者等の事務の用に供する物品の購入又は管理を行う業務

(ii) business of purchasing and management of goods to be used for handling business affairs of other business operators, etc.;

三　他の事業者等の事務に係る文書、証票その他の書類の印刷又は製本を行う業務

(iii) business of printing and bookbinding of papers, tickets and any other documents related to the affairs of other business operators, etc.;

四　他の事業者等の業務に関する広告、宣伝、調査、情報の分析又は情報の提供を行う業務（第八号に掲げる業務に該当するものを除く。）

(iv) business of advertisement, promotion, research, or analyzing information or providing information for businesses of other business operators, etc. (excluding the business stated in item (viii));

五　他の事業者等のための自動車の運行又は保守、点検その他の管理を行う業務

(v) business of driving, maintenance, inspection and any other type of management of automobiles for other business operators, etc.;

六　他の事業者等の現金自動支払機等の保守、点検その他の管理を行う業務

(vi) business of maintenance, inspection and any other type of management of automated teller machines, etc. of other business operators, etc.;

七　他の事業者等の業務に係る契約の締結についての勧誘又は当該契約の内容に係る説明を行う葉書又は封書の作成又は発送を行う業務

(vii) business of preparation and dispatching of postcards and sealed documents for solicitation of conclusion of contract related to the business of other business operators, etc. or for providing explanation on the terms and conditions of that contract;

八　他の事業者等の行う資金の貸付けその他の信用供与に係る債権の担保の目的となる財産の評価、当該担保の目的となっている財産の管理その他当該財産に関し必要

となる事務を行う業務
(viii) business of assessment of properties which are to be offered as collateral to secure loan claims any other claims originating from extension of credit by other business operators, etc.; management of the properties which are offered as collateral; and any other businesses as may be necessary in relation to those properties;
九　他の事業者等が資金の貸付けその他の信用供与に係る債権の回収のために担保権を実行する必要がある場合に、当該他の事業者等のために当該債権の担保の目的となっている財産（不動産を除く。）の売買の代理又は媒介を行う業務
(ix) when another business operator, etc. needs to enforce security rights for the collection of claims related to loans or any other claims originating from extension of credit: business of providing the agency or brokerage service for the sale and purchase of the properties (excluding real properties) offered as collateral to secure the claims, on behalf of the relevant other business operators, etc.;
十　他の事業者等の行う資金の貸付け（住宅の購入に必要な資金の貸付けその他の消費者に対する資金の貸付けに限る。）に関し相談に応ずる業務又は当該資金の貸付けに係る事務の取次ぎその他当該資金の貸付けに関し必要となる事務を行う業務
(x) business to provide consultation on monetary loan to be rendered by other business operators, etc. (limited to consumer loans such as loan necessary for purchasing houses); brokerage for handling business related to the loan; or any other business necessary in relation to the loans;
十一　他の事業者等の行う外国為替取引、信用状若しくは旅行小切手に関する業務又は輸出入その他の対外取引のため直接必要な資金に関する貸付け、手形の割引、債務の保証若しくは手形の引受けに関し必要となる事務を行う業務
(xi) business to handle business affairs necessary for foreign exchange transactions, letters of credit or traveler's check to be performed by other business operators; or business to handle business affairs necessary for financing, discounting of bill, guarantee of obligations or acceptance of bills to be performed by other business operators, etc.;
十二　他の事業者等の事務に係る計算を行う業務
(xii) business to perform calculation related to business affairs of other business operators, etc.;
十三　他の事業者等の事務に係る文書、証票その他の書類の作成、整理、保管、発送又は配送を行う業務
(xiii) business to prepare, organize, store, ship or deliver the papers, tickets or any other documents related to the business affairs of other business operators, etc.;
十四　他の事業者等と当該他の事業者等の顧客との間の事務の取次ぎを行う業務
(xiv) business to act as intermediary between the other business operator, etc. and its customer, in relation to the business affairs;

十五　労働者派遣事業の適正な運営の確保及び派遣労働者の保護等に関する法律第二条第三号に規定する労働者派遣事業

(xv) workers dispatching services as provided in Article 2, item (iii) of the Act on Ensuring the Proper Operation of Worker Dispatching Services and Protecting Dispatched Workers;

十六　他の事業者等のために電子計算機に関する事務を行う業務（電子計算機を使用することにより機能するシステムの設計、開発若しくは保守又はプログラムの設計、作成、販売（プログラムの販売に伴い必要となる附属機器の販売を含む。）若しくは保守を行う業務を含む。）

(xvi) business to handle business affairs related to computers for other business operators, etc. (including business to design, develop or maintain systems which function through the use of computers, and also including business to design, create, sell (including sale of peripheral equipment which would be necessary incidental to sale of programs) or maintain computer programs);

十七　他の事業者等の役員又は職員に対する教育又は研修を行う業務

(xvii) business to provide education or training for officers or employees of other business operators, etc.;

十八　他の事業者等の所有する不動産（原則として、当該他の事業者等から取得した不動産を含む。以下この号において同じ。）の賃貸又は他の事業者等の所有する不動産若しくはそれに付随する設備の保守、点検その他の管理を行う業務

(xviii) business of leasing real properties owned by other business operators, etc. (in principle, including real properties acquired from the other business operators, etc.; the same applies below in this item); business of maintenance, inspection and any other type of management of real properties owned by other business operators, etc. or the ancillary facilities;

十九　他の事業者等の現金、小切手、手形又は有価証券の輸送を行う業務（次号及び第二十一号に掲げる業務に該当するものを除く。）

(xix) business of shipping of cash, checks, bills or securities of other business operators, etc. (excluding the business stated in the following item and item (xxi));

二十　他の事業者等の主要な取引先に対する現金、小切手、手形又は証書の集配を行う業務

(xx) business to collect cash, checks, bills or securities and deliver them to major customers of other business operators, etc.;

二十一　他の事業者等の主要な取引先との間で当該他の事業者等の業務に係る有価証券の受渡しを行う業務

(xxi) business of conveyance from or to major customers of other business operators, etc. of securities related to those other business operators, etc.;

二十二　他の事業者等のために現金、小切手、手形又は有価証券を整理し、その金額若しくは枚数を確認し、又は一時的にその保管を行う業務

(xxii) business of sorting out cash, checks, bills or securities, confirming their amount and quantity, or taking temporary custody, on behalf of the other business operators, etc.;

二十三　自らを子会社とする保険会社のために投資を行う業務

(xxiii) business of making investment on behalf of an insurance company which holds the subsidiary company as its subsidiary company;

二十四　自らを子会社とする保険会社、その子会社である保険会社、銀行又は長期信用銀行（以下この号において「親保険会社等」という。）が資金の貸付けその他の信用供与に係る債権の回収のために担保権を実行する必要がある場合に、当該親保険会社等のために当該債権の担保の目的となっている不動産を適正な価格で購入し、並びに購入した財産の所有及び管理その他当該財産に関し必要となる事務を行う業務

(xxiv) if an insurance company which holds the subsidiary company as its subsidiary company, an insurance company which is a subsidiary company of the relevant insurance company, a bank or the long term credit bank (collectively referred to below as "parent insurance company, etc." in this item) requires enforcement of the security rights for the collection of claims related to loans or any other credit granted: business of purchasing the properties securing the claims and of handling business affairs necessary in relation to ownership, management, etc. of the properties purchased, on behalf of the parent insurance company, etc.;

二十五　その他前各号に掲げる業務に準ずるものとして金融庁長官が定める業務

(xxv) any other business designated by the Commissioner of the Financial Services Agencies as the business equivalent to those stated in the preceding items; and

二十六　前各号に掲げる業務に附帯する業務（当該各号に掲げる業務を営む者が営むものに限る。）

(xxvi) businesses incidental to those stated in the preceding items (limited to the businesses carried out by the parties engaged in any of the businesses stated in those items).

２　法第百六条第二項第二号に規定する内閣府令で定めるものは、次に掲げるものとする。

(2) The business to be specified by Cabinet Office Order, as provided in Article 106, paragraph (2), item (ii) of the Act, is as follows:

一　保険会社（外国保険業者を含む。）若しくは少額短期保険業者の保険業又は船主相互保険組合の損害保険事業に係る業務の代理（次号及び第二号の二に掲げる業務に該当するものを除く。）又は事務の代行

(i) agency business (excluding agency service for the business stated in the following item and item (ii)-2) or handling service for the business related to insurance business of insurance companies (including foreign insurers) or small amount and short term insurer or business related to non-life

insurance business of ship-owners mutual insurance associations;
二　保険募集（法第二条第二十六項に規定する保険募集をいう。以下同じ。）
(ii) insurance solicitation (meaning insurance solicitation as provided in Article 2, paragraph (26) of the Act; the same applies below);
二の二　保険媒介業務（金融サービスの提供に関する法律第十一条第三項に規定する保険媒介業務をいう。以下同じ。）
(ii)-2 insurance intermediary business operations (meaning the insurance intermediary business operations provided in Article 11, paragraph (3) of the Act on the Provision of Financial Services; the same applies below);
三　保険事故その他の保険契約に係る事項の調査を行う業務
(iii) business of investigation into insured events or any other matters related to insurance contracts;
四　保険募集又は保険媒介業務を行う者の教育を行う業務
(iv) business to provide education for personnel to conduct insurance solicitation or insurance intermediary business operations;
五　法第九十八条第一項に規定する業務（同項第一号、第十二号及び第十五号に掲げる業務、有価証券関連業その他金融庁長官が定める業務に該当するものを除く。）
(v) business provided in Article 98, paragraph (1) of the Act (excluding the business which fall under the business stated in items (i), (xii) and (xv) of the same paragraph, the securities-related business or any other business specified by the Commissioner of the Financial Services Agency);
五の二　債権管理回収業に関する特別措置法（平成十年法律第百二十六号）第二条第二項に規定する債権管理回収業及び同法第十二条各号に掲げる業務（同条第二号に規定する業務を行う場合にあっては、金融庁長官の定める基準を全て満たす場合に限る。）
(v)-2 business of management and collection of claims as provided in Article 2, paragraph (2) of the Act on Special Measures Concerning the Management of and Collection on Monetary Claims (Act No. 126 of 1998), and businesses stated in the items of Article 12 of that Act (limited to the cases where all of the requirements prescribed by the Commissioner of the Financial Services Agency are met, when the business provided in item (ii) of the same Article is to be carried out);
五の三　確定拠出年金法（平成十三年法律第八十八号）第二条第七項に規定する確定拠出年金運営管理業又は同法第六十一条第一項各号に掲げる事務を行う業務
(v)-3 business of operation and management of defined contribution pension as provided in Article 2, paragraph (7) of the Defined Contribution Pension Act (Act No. 88 of 2001), or business to handle business affairs as stated in the items of Article 61, paragraph (1) of that Act;
五の四　保険会社からの委託を受けて金融商品取引法施行令第十五条の二十一第二項各号に掲げる者（役員又は使用人として所属している者に限る。）が行う金融商品取引法第三十三条の八第二項に規定する特定金融商品取引業務を支援する業務

(v)-4 business to assist the specified financial instruments business as provided in Article 33-8, paragraph (2) of the Financial Instruments and Exchange Act performed by a person (limited to a person who belongs to the relevant party as its officer or an employee) stated in the items of Article 15-21, paragraph (2) of the Order for Enforcement of the Financial Instruments and Exchange Act based on entrustment from an insurance company;

六　老人福祉施設等（老人福祉法（昭和三十八年法律第百三十三号）第五条の三に規定する老人福祉施設及び同法第二十九条第一項に規定する有料老人ホームをいう。）に関する役務その他老人、身体障害者等の福祉に関する役務の提供を行う業務

(vi) business to provide services related to welfare facilities for elderly, etc. (meaning welfare facility for elderly as provided in Article 5-3 of the Act on Social Welfare Service for Elderly (Act No. 133 of 1963) and fee-based home for the elderly as provided in Article 29, paragraph (1) of that Act), and any service related to welfare of elderly persons, disabled persons, etc.;

六の二　保育所等（児童福祉法（昭和二十二年法律第百六十四号）第三十九条第一項に規定する保育所若しくは同法第五十九条第一項に規定する施設のうち同法第三十九条第一項に規定する業務を目的とするもの（児童福祉法施行規則（昭和二十三年厚生省令第十一号）第四十九条の二各号に掲げるものを除く。）又は就学前の子どもに関する教育、保育等の総合的な提供の推進に関する法律（平成十八年法律第七十七号）第二条第六項に規定する認定こども園をいう。）に関する役務の提供を行う業務

(vi)-2 business to provide services related to a nursery center, etc. (meaning a nursery center as provided in Article 39, paragraph (1) of the Child Welfare Act (Act No. 164 of 1947) or an institution provided in Article 59, paragraph (1) of the same Act, with the purpose being to carry out business as provided in Article 39, paragraph (1) of the same Act (excluding those stated in the items of Article 49-2 of the Regulations for Enforcement of the Child Welfare Act (Ministry of Welfare Order No. 11 of 1948)), or an center for early childhood education and care as provided in Article 2, paragraph (6) of the Act on Advancement of Comprehensive Service Related to Education, Child Care, etc. of Preschool Children (Act No. 77 of 2006));

七　健康の維持若しくは増進のための運動を行う施設又は温泉を利用して健康の維持若しくは増進を図るための施設の運営を行う業務

(vii) business to operate facilities for sport activities for health maintenance or health improvement, or to operate facilities for health maintenance or health improvement through the utilization of hot springs;

八　事故その他の危険の発生の防止若しくは危険の発生に伴う損害の防止若しくは軽減を図るため、又は危険の発生に伴う損害の規模等を評価するための調査、分析又は助言を行う業務

(viii) business of investigation, analysis or consultation for prevention of occurrence of risk factors, prevention or mitigation of damage resulting from occurrence of risk factor, or for assessment of scope, etc. of damage resulting from occurrence of risk factor;

九　健康、福祉又は医療に関する調査、分析又は助言を行う業務

(ix) business of investigation, analysis or consultation related to health, welfare services or medical services;

十　主として保険持株会社、子会社対象会社（法第百六条第一項に規定する子会社対象会社をいう。第三十号及び第三十五号において同じ。）に該当する会社若しくは保険募集人の業務又は事業者等の財務に関する電子計算機のプログラムの設計、作成若しくは販売（プログラムの販売に伴い必要となる附属機器の販売を含む。）を行う業務及び計算受託業務（同号に該当するものを除く。）

(x) business of designing, creation and sale of computer programs related to business of companies mainly comprising insurance holding companies, companies eligible to be subsidiary companies (meaning companies eligible to be subsidiary companies as provided in Article 106, paragraph (1) of the Act; the same applies in items (xxx) and (xxxv)) and insurance agents or to financial affairs of business operators (including sale of peripheral equipment which would be necessary incidental to sale of computer programs); business to provide entrusted calculation services (excluding the business which fall under that item);

十の二　確定給付企業年金法（平成十三年法律第五十号）第二条第一項に規定する確定給付企業年金その他これに準ずる年金に係る掛金又は給付金等の計算に関する業務及び書類等の作成又は授受に関する業務

(x)-2 business of calculation service for premiums or benefits related to provided benefit corporate pension as provided in Article 2, paragraph (1) of the Defined-Benefit Corporation Pension Act (Act No. 50 of 2001) or any other pension similar thereto; business related to preparation and delivery of documents related to the pension;

十一　保険契約者からの保険事故に関する報告の取次ぎを行う業務又は保険契約に関し相談に応ずる業務

(xi) business to provide agency service for reporting on insured event from policyholders, or business to provide consultation on insurance contracts;

十二　自動車修理業者等のあっせん又は紹介に関する業務

(xii) business of arrangement or introduction for automobile repair business operators, etc.;

十二の二　古物営業法（昭和二十四年法律第百八号）第二条第二項第三号に規定する古物競りあっせん業（自動車（その部分品を含む。）に係るものに限る。）

(xii)-2 the second hand articles auction mediation business (limited to the business related to automobiles (including their parts)) as provided in Article 2, paragraph (2), item (iii) of the Secondhand Articles Dealer Act (Act No. 108 of 1949);

十三　金銭の貸付け又は金銭の貸借の媒介（手形の割引、売渡担保その他これらに類する方法によってする金銭の交付又は当該方法によってする金銭の授受の媒介を含む。）であって業として行うもの（第三十四号、第三十四号の二及び第三十四号の三に該当するものを除く。）

(xiii) monetary loan or brokerage service therefor (including granting of money by means of discounting bills, transfer for security or any other means similar thereto, and also including brokerage service for delivery and receipt of money granted by such means), which is carried out in the course of trade (excluding the services which fall under item (xxxiv), item (xxxiv)-2 and item (xxxiv)-3);

十三の二　金銭の貸付け以外の取引に係る業務であって、金銭の貸付けと同視すべきもの（宗教上の規律の制約により利息を受領することが禁じられており、かつ、当該取引が金銭の貸付け以外の取引であることにつき宗教上の規律について専門的な知見を有する者により構成される合議体の判定に基づき行われるものに限る。）

(xiii)-2 business related to transactions other than monetary loan, but which is to be deemed equivalent to monetary loan (limited to the cases where receiving interest is prohibited by the restriction under religious discipline, and where the transactions are to be consummated based on judgment of a council constituted by persons with expertise knowledge of the religious discipline that the transactions fall under the transaction other than monetary loan);

十三の三　電子決済等代行業（銀行法第二条第二十一項に規定する電子決済等代行業をいう。）に係る業務

(xiii)-3 the businesses related to electronic payment services (meaning the electronic payment services provided in Article 2, paragraph (21) of the Banking Act);

十四　有価証券の貸付け

(xiv) loan of securities;

十五　地方債又は社債その他の債券の募集又は管理の受託

(xv) acceptance of entrustment of solicitation or management of municipal bonds, corporate bonds or any other bond certificates;

十六　国、地方公共団体、会社等の金銭の収納その他金銭に係る事務の取扱い

(xvi) handling of business affairs related to payment of money from or to the national government, local governments, companies, etc. or any other affairs related to money;

十七　金融商品取引法第二条第八項第七号、第十三号及び第十五号に掲げる行為（同号に掲げる行為にあっては、暗号等資産の価値等の分析に基づく投資判断に基づいて財産の運用を行うものを除く。）を行う業務

(xvii) business to perform the acts stated in Article 2, paragraph (8), items (vii), (xiii) and (xv) of the Financial Instruments and Exchange Act (in the case of the acts stated in that item, excluding the business for asset investment

based on the investment decision with reference to the analysis of value, etc. of crypto- and other assets);
十八　削除
(xviii) deleted;
十九　商品投資に係る事業の規制に関する法律第二条第三項に規定する商品投資顧問業
(xix) commodity investment advisory business as provided in Article 2, paragraph (3) of the Act on Regulation of Commodity Investment;
二十　それを提示し若しくは通知して、又はそれと引換えに特定の販売業者又は役務提供事業者から商品若しくは権利を購入し又は役務の提供を受けることができるカードその他の物又は番号、記号その他の符号（以下この号及び次号において「カード等」という。）をこれにより商品若しくは権利を購入しようとする者又は役務の提供を受けようとする者（以下この号及び次号において「利用者」という。）に交付し又は付与し、当該利用者がそのカード等を提示し若しくは通知して、又はそれと引換えに特定の販売業者又は役務提供事業者から商品若しくは権利を購入し又は役務の提供を受けたときは、当該利用者から当該商品若しくは当該権利の代金又は当該役務の対価に相当する額を受領し、当該販売業者又は当該役務提供事業者に当該金額の交付（当該販売業者又は当該役務提供事業者以外の者を通じた当該販売業者又は当該役務提供事業者への交付を含む。）をする業務
(xx) business to deliver or issue an object such as cards, number, symbols or any other marks which, by presentation or notification of or in exchange for them, entitles the holder to purchase certain goods or rights or to receive services from a specific distributor or service provider (referred to below as "cards, etc." in this item and the following item) to a person who intends to purchase goods or rights or to receive services by the use of the cards, etc. (referred to below as a "user" in this item and the following item); and to receive from the user money equivalent to the price of the goods or rights or consideration for the services and to deliver the money to the distributor or the service provider (this includes delivering the money to the distributor or the service provider through a person other than that distributor or service provider), when the user, by presentation or notification of or in exchange for the cards, etc., has purchased goods or rights or received services from the specific distributor or service provider;
二十一　利用者がカード等を利用することなく特定の販売業者又は役務提供事業者からの商品若しくは権利の購入又は役務の提供を条件として、当該販売業者又は当該役務提供事業者に当該商品若しくは当該権利の代金又は当該役務の対価に相当する額の交付（当該販売業者又は当該役務提供事業者以外の者を通じた当該販売業者又は当該役務提供事業者への交付を含む。）をし、当該利用者から当該金額を受領する業務
(xxi) business to deliver money equivalent to the price of the specific goods or rights or the consideration for the services to the specific distributor or

service provider (this includes delivering the money to the distributor or the service provider through a person other than that distributor or service provider) on the condition that users will purchase goods or rights or will receive service from the distributor or service provider without using the cards, etc., and to receive the amount of money from the user;

二十二　資金決済に関する法律第三条第四項に規定する自家型前払式支払手段を発行する業務若しくは同条第五項に規定する第三者型前払式支払手段を発行する業務又はこれらの前払式支払手段を販売する業務

(xxii) business to issue proprietary prepayment method as provided in Article 3, paragraph (4) of the Act on Financial Settlements or business to issue third-party prepayment method as provided in paragraph (5) of the same Article; or business to sell the prepayment methods;

二十三　機械類その他の物件を使用させる業務（金融庁長官が定める基準により主として法第九十八条第一項第十二号に掲げる業務が行われる場合に限る。）

(xxiii) business to offer for use machines or any other goods (limited to the case where mainly the business stated in Article 98, paragraph (1), item (xii) of the Act is to be performed in accordance with the criteria to be specified by the Commissioner of the Financial Services Agency);

二十四　次に掲げる行為により他の株式会社に対しその事業に必要な資金を供給する業務

(xxiv) business to provide other stock companies with funds necessary for their business, by way of any of the following activities:

イ　当該会社に対し資金の貸付けを行うこと。

(a) to render loans to the company;

ロ　当該会社の発行する社債（法第九十八条第六項第一号に掲げる短期社債を除く。）を取得すること。

(b) to acquire the corporate bonds issued by the company (excluding the short-term corporate bond stated in Article 98, paragraph (6), item (i) of the Act);

ハ　当該会社の発行する新株予約権を取得すること。

(c) to acquire the share options issued by the company;

ニ　株式に係る配当を受け取ること又は株式に係る売却益を得ることを目的として当該会社の発行する株式を取得すること。

(d) to acquire the shares issued by the company for the purpose of receiving dividends related to the shares or gaining profits from a sale related to the shares;

ホ　イからニまでに掲げるいずれかの行為を行うことを目的とする民法第六百六十七条第一項に規定する組合契約又は投資事業有限責任組合契約に関する法律第三条第一項に規定する投資事業有限責任組合契約を締結すること。

(e) to conclude a partnership contract as provided in Article 667, paragraph (1) of the Civil Code aimed at performance of the activities stated in (a) through (d), or a limited partnership agreement for investment as provided in Article 3, paragraph (1) of the Limited Partnership Act for Investment (Act No. 90 of 1998);

二十五　投資信託委託会社又は資産運用会社として行う業務（外国においてはこれらと同種類のもの。投資信託委託会社がその運用の指図を行う投資信託財産又は資産運用会社が資産の運用を行う投資法人の資産に属する不動産の管理を行う業務を含む。）

(xxv) business to perform as the settlor company of an investment trust or asset investment company (in the case of business in foreign states, meaning the companies equivalent thereto; and including the business of management of investment trust properties which are to be invested in accordance with the instructions from the settlor company of an investment trust, and also including business of management of properties which constitute the assets of the investment corporation which are to be invested by the asset investment Company);

二十六　投資助言業務又は投資一任契約（暗号等資産の価値等の分析に基づく投資判断の全部又は一部を一任されるものを除く。）に係る業務

(xxvi) business related to an investment advisory business or investment discretionary contracts (excluding a contract for delegating investment decisions based on the analysis of value, etc. of crypto- and other assets, in whole or part);

二十六の二　投資信託及び投資法人に関する法律施行令（平成十二年政令第四百八十号）第三条第一号、第二号及び第六号から第八号までに掲げる資産に対する投資として、他人のため金銭その他の財産の運用（その指図を含む。）を行う業務（第十七号及び前二号に該当するものを除く。）

(xxvi)-2 business to make investment of money or other assets (including giving of instructions) on behalf of another person, as the investment in the assets stated in Article 3, items (i) and (ii), and items (vi) through (viii) of the Order for Enforcement of the Act on Investment Trusts and Investment Corporations (Cabinet Order No. 480 of 2000);

二十六の三　他の事業者等の事業の譲渡、合併、会社の分割、株式交換、株式移転若しくは株式交付に関する相談に応じ、又はこれらに関し仲介を行う業務

(xxvi)-3 business to provide consultation or intermediary service for other business operators, etc. in connection with business transfer, merger, company split, share exchange, share transfer or partial share exchange;

二十七　経営相談業務

(xxvii) business consultation service;

二十八　金融その他経済に関する調査又は研究を行う業務

(xxviii) business to conduct investigation or research related to economy, such as finance;

二十九　個人の財産形成に関する相談に応ずる業務

(xxix) business to provide consultation service related to asset saving of individual persons;
三十　主として保険持株会社又は子会社対象会社に該当する会社その他金融庁長官の定める金融機関の業務に関するデータ又は事業者等の財務に関するデータの処理を行う業務及びこれらのデータの伝送役務を提供する業務
(xxx) business to process data primarily related to business of an insurance holding company or a company falling under the category of the company eligible for subsidiary company or any other financial institutions designated by the Commissioner of the Financial Services Agency or data primarily related to financial conditions of the business operators, etc. and to provide transmission service for these data;
三十一　手形の引受け
(xxxi) acceptance of bills;
三十二　有価証券、貴金属その他の物品の保護預り
(xxxii) safe custody of goods such as securities and precious metals;
三十三　両替
(xxxiii) money exchange;
三十三の二　法第九十九条第二項第四号に掲げる業務
(xxxiii)-2 business stated in Article 99, paragraph (2), item (iv) of the Act;
三十三の三　電子記録債権法（平成十九年法律第百二号）第五十一条第一項に規定する電子債権記録業
(xxxiii)-3 electronic claim information storage service provided in Article 51, paragraph (1) of the Electronically Recorded Monetary Claims Act (Act No. 102 of 2007);
三十四　銀行、長期信用銀行又は信用金庫、信用協同組合若しくは労働金庫（これらの法人をもって組織する連合会を含む。）の業務（第四十一号に該当するものを除く。）の代理又は媒介
(xxxiv) agency or brokerage services for a bank, long term credit bank, shinkin bank, credit cooperatives, or labor bank (including a federation constituted by the aforementioned corporations) (excluding the service provided in item (xli));
三十四の二　農業協同組合若しくは農業協同組合連合会が行う農業協同組合法第十一条第二項に規定する信用事業（第四十一号に該当するものを除く。）、漁業協同組合若しくは漁業協同組合連合会若しくは水産加工業協同組合若しくは水産加工業協同組合連合会が行う水産業協同組合法第十一条の五第二項に規定する信用事業（同号に該当するものを除く。）又は農林中央金庫の業務（同号に該当するものを除く。）の代理又は媒介
(xxxiv)-2 agency or brokerage services for credit business provided in Article 11, paragraph (2) of the Agricultural Cooperatives Act conducted by agricultural cooperatives or a federation of agricultural cooperatives (excluding the business which falls under the business provided in item (xli)); credit

business provided in Article 11-5, paragraph (2) of the Fisheries Cooperatives Act conducted by fishery cooperatives, federation of fishery cooperatives, fishery processing cooperatives or federation of fishery processing cooperatives (excluding the business which falls under the business provided in the same item) or business of The Norinchukin Bank (excluding the business which falls under the business provided in the same item);

三十四の二の二　資金移動業者が営む資金移動業の代理又は媒介

(xxxiv)-2-2 agency or brokerage services for funds transfer service conducted by a funds transfer service provider;

三十四の二の三　資金決済に関する法律第二条第十一項に規定する電子決済手段関連業務

(xxxiv)-2-3 the electronic payment instruments-related business provided in Article 2, paragraph (11) of the Payment Services Act;

三十四の三　銀行業を営む外国の会社の業務の代理又は媒介（国内において営む場合にあっては、有価証券の保護預り、顧客からの指図に基づく有価証券の取引に関する決済、当該保管している有価証券に係る利金等の授受、指図に基づく当該保管している有価証券の第三者への貸付け若しくは当該保管している有価証券の指図に基づく権利の行使又はこれらに附帯する業務の媒介に限る。）

(xxxiv)-3 agency or brokerage service for the business of a foreign company engaged in baking business (if the business is to be rendered in Japan, limited to brokerage service for safe custody of securities; settlement of transactions of securities in accordance with the instructions from customers; receiving interests accrued on the securities in its custody; leasing of securities in its custody, in accordance with the customers' instructions; exercise of rights in the securities in its custody, in accordance with the customers' instructions; and any business incidental to the aforementioned businesses);

三十五　主として銀行持株会社、長期信用銀行持株会社若しくは子会社対象会社に該当する会社（銀行等会社に限る。）の業務に関する電子計算機のプログラムの設計、作成又は販売（プログラムの販売に伴い必要となる附属機器の販売を含む。）を行う業務及び計算受託業務

(xxxv) business of designing, creation and sale of computer programs related to business of companies mainly comprising bank holding companies, long term credit bank holding company or companies eligible to be subsidiary companies (limited to a company such as bank) (including sale of peripheral equipment which would be necessary incidental to sale of computer programs); and business to provide entrusted calculation services;

三十六　有価証券の所有者と発行者との間の当該有価証券に関する事務の取次ぎを行う業務

(xxxvi) business to provide intermediary between the owners and issuers of the securities in relation to the securities;

三十七　有価証券に関する顧客の代理
(xxxvii) agency for customers in relation to securities;
三十八　株式会社の株式の発行による事業資金の調達を容易にすることを目的として当該株式会社に係る広告、宣伝又は調査を行う業務その他当該株式会社に対する投資者の評価を高めることに資する業務
(xxxviii) business to perform advertisement, promotion or investigation for a stock company, with an objective of facilitating procurement of business fund by means of issuance of shares by the stock company, and any other business to facilitate improvement of investors' reputation for the stock company;
三十九　有価証券に関連する情報の提供又は助言（第三十六号及び前号に該当するものを除く。）
(xxxix) providing information or advice in relation to securities (excluding the business which falls under the business provided in item (xxxvi) or the preceding item);
四十　民法第六百六十七条第一項に規定する組合契約又は商法第五百三十五条に規定する匿名組合契約の締結の媒介、取次ぎ又は代理を行う業務（有価証券関連業に該当するものを除く。）
(xl) business of intermediation, commissioning or proxy services for a partnership contract provided in Article 667, paragraph (1) of the Civil Code or a silent partnership contract as provided in Article 535 of the Commercial Code (excluding the business which fall under securities-related business);
四十一　信託業法第二条第八項に規定する信託契約代理業（金融機関の信託業務の兼営等に関する法律施行令第三条第二号及び金融機関の信託業務の兼営等に関する法律施行規則第三条第一項第二号に掲げるものを除く。）
(xli) trust agreement agency services as provided in Article 2, paragraph (8) of the Trust Business Act (excluding business stated in Article 3, item (ii) of the Order for Enforcement of the Act on Engagement in Trust Business by Financial Institutions and Article 3, paragraph (1), item (ii) of the Regulations for Enforcement of the Act on Engagement in Trust Business by Financial Institutions);
四十二　削除
(xlii) deleted;
四十三　財産の管理に関する業務（当該業務を営む会社の議決権を保有する保険会社（当該保険会社が法第九十九条第七項の認可を受けて保険金信託業務を行う場合に限り、当該保険会社の子会社が当該議決権を保有する場合における当該保険会社を含む。）又は当該業務を営む会社の議決権を保有する保険会社若しくは保険持株会社（これらの子会社が当該議決権を保有する場合における当該保険会社若しくは当該保険持株会社を含む。）が子会社とする信託専門会社等が受託する信託財産と同じ種類の財産につき業務方法書に規定する信託財産の管理の方法と同じ方法により管理を行うものに限り、第五号に掲げる業務に該当するものを除く。）及び当該財産の管理に関する業務に係る代理事務

(xliii) business related to property management (limited to the business wherein the same type of properties as the trust properties entrusted to a company specialized in trusts held by an insurance company holding voting rights in a company engaged in that business (limited to the case where the insurance company conducts insurance proceeds trust business with authorization referred to in Article 99, paragraph (7) of the Act, and including the insurance company in cases where the voting rights are held by its subsidiary company) or to a company specialized in trusts, etc. which is a subsidiary company of an insurance company or insurance holding company holding voting rights in a company engaged in that business (including the insurance company or insurance holding company in the case where the voting rights are held by these subsidiary companies) are to be managed in accordance with the same method for management of trust properties as provided in the business procedures; and excluding the business stated in item (v)), and agency service for the property management business;

四十四　金融機関の信託業務の兼営等に関する法律第一条第一項第四号から第七号までに掲げる業務（当該業務を行う会社の議決権を保有する保険会社又は保険持株会社（これらの子会社が当該議決権を保有する場合における当該保険会社又は当該保険持株会社を含む。）の子会社である信託専門会社等のうちに信託兼営銀行に相当するものがない場合（当該保険会社が法第九十九条第七項の認可を受けて保険金信託業務を行う場合を除く。）における当該業務の範囲については当該信託専門会社等が信託業法第二十一条第二項の承認を受けた業務に係るものに限り、第十九号、前号、金融機関の信託業務の兼営等に関する法律施行令第三条第三号並びに金融機関の信託業務の兼営等に関する法律施行規則第三条第一項第三号及び第四号に掲げる業務に該当するものを除く。）

(xliv) business specified in Article 1, paragraph (1), items (iv) through (vii) of the Act on Engagement in Trust Business by Financial Institutions (if there is no trust bank among the companies specialized in trusts which are subsidiary companies of an insurance company or insurance holding company holding voting rights in a company engaged in that business (including the insurance company or insurance holding company in the case where the voting rights are held by these subsidiary companies) (excluding the case where the insurance company conducts insurance proceeds trust business with authorization under Article 99, paragraph (7) of the Act), the scope of the business is limited to the business which the company specialized in trusts has obtained approval under Article 21, paragraph (2) of the Trust Business Act, and the businesses stated in item (xix), the preceding item, Article 3, item (iii) of the Order for Enforcement of the Act on Engagement in Trust Business by Financial Institutions, and Article 3, paragraph (1), items (iii) and (iv) of the Regulations for Enforcement of the Act on Engagement in Trust Business by Financial Institutions are excluded);

四十五　信託を引き受ける場合におけるその財産（不動産を除く。）の評価に関する業務

(xlv) business related to assessment of properties (excluding real properties) in cases of acceptance of trust;

四十六　その他前各号に掲げる業務に準ずるものとして金融庁長官が定める業務

(xlvi) other business to be specified by the Commissioner of the Financial Services Agency as the businesses equivalent to the businesses stated in the preceding items; and

四十七　前各号に掲げる業務に附帯する業務（当該各号に掲げる業務を営む者が営むものに限る。）

(xlvii) businesses incidental to the businesses stated in the preceding items (limited to the business performed by the parties engaged in the business respectively stated in those items).

３　法第百六条第二項第三号に規定する内閣府令で定めるものは、次に掲げるものとする。

(3) The business to be specified by Cabinet Office Order, as provided in Article 106, paragraph (2), item (iii) of the Act, is as follows:

一　前項第三十四号の三及び第三十五号に掲げる業務

(i) business stated in items (xxxiv)-3 and (xxxv) of the preceding paragraph;

二　その他前号に掲げる業務に準ずるものとして金融庁長官が定める業務

(ii) other business to be specified by the Commissioner of the Financial Services Agency as the businesses equivalent to the businesses stated in the preceding items; and

三　前項第四十七号に掲げる業務のうち、前二号に掲げる業務に附帯する業務に係るもの

(iii) business stated in item (xlvii) of the preceding paragraph which is related to the business incidental to the business stated in the preceding two items.

４　法第百六条第二項第四号に規定する内閣府令で定めるものは、次に掲げるものとする。

(4) The business to be specified by Cabinet Office Order, as provided in Article 106, paragraph (2), item (iv) of the Act, is as follows:

一　第二項第三十六号から第四十号までに掲げる業務

(i) business stated in paragraph (2), items (xxxvi) and (xl);

二　その他前号に掲げる業務に準ずるものとして金融庁長官が定める業務

(ii) other business to be specified by the Commissioner of the Financial Services Agency as the businesses equivalent to the businesses specified in the preceding items; and

三　第二項第四十七号に掲げる業務のうち、前二号に掲げる業務に附帯する業務に係るもの

(iii) business stated in paragraph (2), item (xlvii) which is related to the business incidental to the business stated in the preceding two items.

５　法第百六条第二項第五号に規定する内閣府令で定めるものは、次に掲げるものとする。

(5) The business to be specified by Cabinet Office Order, as provided in Article 106, paragraph (2), item (v) of the Act, is as follows:

一　第二項第四十一号から第四十五号までに掲げる業務

(i) business stated in paragraph (2), items (xli) and (xlv);

二　その他前号に掲げる業務に準ずるものとして金融庁長官が定める業務

(ii) other business to be specified by the Commissioner of the Financial Services Agency as the businesses equivalent to the businesses stated in the preceding items; and

三　第二項第四十七号に掲げる業務のうち、前二号に掲げる業務に附帯する業務に係るもの

(iii) business stated in paragraph (2), item (xlvii) which is related to the business incidental to the business stated in the preceding two items.

６　法第二条第十五項の規定は、第二項第四十三号及び第四十四号に規定する議決権について準用する。

(6) The provisions of Article 2, paragraph (15) of the Act apply mutatis mutandis to the voting rights provided in paragraph (2), items (xliii) and (xliv).

（法第百六条第一項の規定等が適用されないこととなる事由）

(Grounds Which Render the Provisions of Article 106, Paragraph (1) of the Insurance Business Act Inapplicable)

第五十七条　法第百六条第三項本文に規定する内閣府令で定める事由は、次に掲げる事由とする。

Article 57 (1) The grounds to be specified by Cabinet Office Order, as provided in the main clause of Article 106, paragraph (3) of the Act, are as follows:

一　保険会社又はその子会社の代物弁済の受領による株式又は持分の取得

(i) acquisition of shares or equity interests by way of receipt of subrogation payment by the insurance company or its subsidiary company;

二　保険会社又はその子会社が所有する議決権を行使することができない株式又は持分に係る議決権の取得（当該保険会社又はその子会社の意思によらない事象の発生により取得するものに限る。）

(ii) acquisition of voting rights represented by shares or equity interests which prohibits the insurance company or its subsidiary company from exercising the voting rights (limited to the shares or equity interests acquired due to the occurrence of the event beyond the intention of the insurance company or its subsidiary company);

三　保険会社又はその子会社が株式を所有する会社の株式の転換（当該株式がその発行会社に取得され、その引換えに他の種類の株式が交付されることをいう。以下同じ。）（当該保険会社又はその子会社の請求による場合を除く。）

(iii) conversion of shares in a company whose shares are owned by the insurance company or its subsidiary company (meaning the acquisition of the shares by the issuer, in which case the other type of shares are to be delivered in exchange for the shares; the same applies below) (excluding the conversion upon the request from the insurance company or its subsidiary company);

四　保険会社又はその子会社が株式を所有する会社の株式の併合若しくは分割又は株式無償割当て（会社法第百八十五条（株式無償割当て）に規定する株式無償割当てをいう。以下同じ。）

(iv) consolidation or split of shares in a company whose shares are owned by the insurance company or its subsidiary company, or allotment of shares without contribution (meaning the allotment of shares without contribution as provided in Article 185 (Allotment of Shares without Contribution) of the Companies Act; the same applies below);

五　保険会社又はその子会社が株式又は持分を所有する会社の定款の変更による株式又は持分に係る権利の内容又は一単元の株式の数の変更

(v) amendment of the details of the rights in shares or equity interests or amendment to the number of shares for one unit of shares, as affected by the amendment of the articles of incorporation of the company whose shares are owned by the insurance company or its subsidiary company;

六　保険会社又はその子会社が株式又は持分を所有する会社の自己の株式又は持分の取得

(vi) acquisition of treasury shares or equity interests of a company whose shares are owned by the insurance company or its subsidiary company; and

七　保険会社の子会社である法第百六条第一項第十三号から第十五号までに掲げる会社による株式又は持分の取得

(vii) acquisition of shares or equity interests by a company stated in Article 106, paragraph (1), items (xiii) through (xv) of the Act which is a subsidiary company of the insurance company.

２　法第百六条第三項ただし書に規定する内閣府令で定める事由は、前項第七号に掲げる事由とする。

(2) The grounds to be specified by Cabinet Office Order, as provided in the proviso to Article 106, paragraph (3) of the Act, are those stated in item (vii) of the preceding paragraph.

３　法第百六条第五項に規定する内閣府令で定める事由は、保険会社若しくはその子会社の担保権の実行による株式若しくは持分の取得又は第一項第一号から第六号までに掲げる事由とする。

(3) The grounds to be specified by Cabinet Office Order, as provided in Article 106, paragraph (5) of the Act, are the acquisition of shares or equity interests by the exercise of security rights by the insurance company or its subsidiary company or those stated in paragraph (1), items (i) through (vi).

４　法第百六条第十二項本文に規定する内閣府令で定める事由は、第一項各号に掲げる

事由とする。

(4) The grounds to be specified by Cabinet Office Order, as provided in the main text of Article 106, paragraph (12) of the Act, are the grounds stated in the items of paragraph (1).

５　法第百六条第十二項ただし書に規定する内閣府令で定める事は、第一項第七号に掲げる事由とする。

(5) The grounds to be specified by Cabinet Office Order, as provided in the proviso to Article 106, paragraph (12) of the Act, are the grounds stated in item (vii) of paragraph (1).

（子会社対象会社のうち子会社対象保険会社等から除かれるものの業務）

(Business of Company Eligible to be Subsidiary Company Excluded from Scope of Insurance Company Eligible to be Subsidiary Company)

第五十七条の二　法第百六条第四項に規定する内閣府令で定めるものは、次に掲げる業務とする。

Article 57-2 The businesses to be specified by Cabinet Office Order, as provided in Article 106, paragraph (4) of the Act, are the following businesses:

一　第五十六条の二第二項第一号から第三十四号の二の二までに掲げる業務

(i) the businesses stated in Article 56-2, paragraph (2), items (i) through (xxxiv)-2-2;

二　第五十六条の二第二項第四十六号に掲げる業務（同条第三項第二号、第四項第二号及び第五項第二号に掲げる業務を除く。）

(ii) the businesses stated in Article 56-2, paragraph (2), item (xlvi) (excluding the businesses stated in Article 56-2, paragraph (3), item (ii), paragraph (4), item (ii) and paragraph (5), item (ii)); and

三　第五十六条の二第二項第四十七号に掲げる業務（同条第三項第三号、第四項第三号及び第五項第三号に掲げる業務を除く。）

(iii) the businesses stated in Article 56-2, paragraph (2), item (xlvii) (excluding the businesses stated in Article 56-2, paragraph (3), item (iii), paragraph (4), item (iii) and paragraph (5), item (iii)).

（一定の保険業高度化等会社）

(Specific Categories of Advanced Insurance Service Company)

第五十七条の三　法第百六条第四項、第十三項及び第十六項に規定する内閣府令で定める会社は、次に掲げる業務を専ら営む会社（外国の会社を除く。）又は障害者の雇用の促進等に関する法律（昭和三十五年法律第百二十三号。以下この条において「障害者雇用促進法」という。）第四十四条第一項（子会社に雇用される労働者に関する特例）、第四十五条第一項若しくは第四十五条の二第一項（関係子会社に雇用される労働者に関する特例）の認定に係る子会社、関係会社若しくは関係子会社（それぞれ障害者雇用促進法第四十四条第一項、第四十五条第一項又は第四十五条の二第一項に規定する子会社、関係会社又は関係子会社をいう。）とする。

Article 57-3 The companies to be specified by Cabinet Office Order, as provided in Article 106, paragraphs (4), (13) and (16) of the Act, are the companies solely engaged in the following businesses (excluding foreign companies) or subsidiaries, related companies and related subsidiaries associated with a certification referred to in Article 44, paragraph (1) (Special Provisions for Workers Employed by Subsidiaries), Article 45, paragraph (1) or Article 45-2, paragraph (2) (Special Provisions for Workers Employed by Related Subsidiaries) of the Act to Facilitate the Employment of Persons with Disabilities (Act No. 123 of July 25, 1960; referred to below as the "Act on Employment of Persons with Disabilities" in this Article) (meaning the subsidiaries, related companies and related subsidiaries provided in Article 44, paragraph (1), Article 45, paragraph (1) or Article 45-2, paragraph (1) of the Act on Employment of Persons with Disabilities).

一　専ら情報通信技術を活用した当該保険会社の行う保険業の高度化若しくは当該保険会社の利用者の利便の向上に資する業務又はこれに資すると見込まれる業務（次号に掲げる業務を除く。）

(i) the businesses that contribute to or are expected to contribute to increased sophistication of insurance businesses conducted by the insurance company or to enhanced convenience for users of the insurance company primarily utilizing information and communication technology (excluding the businesses stated in the following items);

二　特定の地域において生産され、若しくは提供される商品又は提供される役務の提供を行う業務であって、当該保険会社の業務の健全かつ適切な運営に支障を来す著しいおそれがないもの

(ii) businesses to offer products or services produced or provided in a specific region, with no significant risk of adversely affecting the sound and proper operation of the insurance company's businesses;

三　高度の専門的な能力を有する人材その他の当該保険会社の利用者である事業者等の経営の改善に寄与する人材に係る労働者派遣事業の適正な運営の確保及び派遣労働者の保護等に関する法律第二条第三号に規定する労働者派遣事業（経営相談等業務その他の当該保険会社の行う業務に関連して行うものであって、その事業の派遣労働者が常時雇用される労働者でないものに限る。）

(iii) worker dispatching services prescribed in Article 2, item (iii) of the Act on Ensuring the Proper Operation of Worker Dispatching Services and Protecting Dispatched Workers related to a professional with highly-skilled capabilities and other professionals contributing to improving the management of business operators, etc. who are users of the insurance company (limited to the worker dispatching services implemented in relation to the management consulting service or other business conducted by the insurance company, wherein dispatched workers subject to the worker dispatching services are not regularly employed workers);

四　他の事業者等のために電子計算機を使用することにより機能するシステムの設計、開発若しくは保守（当該保険会社若しくはその子会社が単独で若しくは他の事業者等と共同して設計し、若しくは開発したシステム又はこれに準ずるものに係るものに限る。）又はプログラムの設計、作成、販売（プログラムの販売に伴い必要となる附属機器の販売を含む。）若しくは保守（当該保険会社若しくはその子会社が単独で若しくは他の事業者等と共同して設計し、若しくは作成したプログラム又はこれに準ずるものに係るものに限る。）を行う業務（第一号に掲げる業務に該当するものを除く。）

(iv) system design, development, or maintenance (limited to these acts relating to a system that is designed or developed solely by the insurance company or jointly with other business operators, etc., or an equivalent system), or program design, creation, sale (including the sale of peripheral equipment that is necessary in association with the sale of the program), or maintenance (limited to the act relating to a program that is designed or created solely by the insurance company or jointly with other business operators, etc., or an equivalent program) that function by using a computer for other business operators, etc. (excluding business stated in item (i));

五　他の事業者等の業務に関する広告、宣伝、調査、情報の分析又は情報の提供を行う業務

(v) business of advertising, publicizing, investigating, analyzing information, or providing information related to the operations of other business operators, etc.;

六　他の事業者等の現金自動支払機等の保守、点検その他の管理を行う業務

(vi) business of maintenance, inspection and any other type of management of automated teller machines, etc. of other business operators;

七　成年後見制度に係る相談の実施、成年後見人等（成年後見制度の利用の促進に関する法律（平成二十八年法律第二十九号）第二条第一項（定義）に規定する成年後見人等をいう。以下この号において同じ。）の事務の支援その他成年後見人等の事務を行う業務

(vii) business to provide consultation concerning the adult guardian system, providing assistance for services of a guardian of an adult, etc. (meaning a guardian of an adult, etc. provided in Article 2, paragraph (1) (Definitions) of the Act on Promotion of Utilization of Adult Guardian System (Act No. 29 of 2016); the same applies below in this item) and any other business to perform the services of a guardian of an adult, etc.;

八　前各号に掲げる業務に関し必要となる業務であって、子会社対象会社（法第百六条第一項に規定する子会社対象会社をいい、同項第十三号から第十六号までに掲げる会社を除く。）が営むことができるもの

(viii) any business that is necessary in connection with the businesses stated in the preceding items, that can be conducted by a company eligible to be a subsidiary company (meaning a company eligible to be a subsidiary company provided in Article 106, paragraph (1) of the Act, but excluding the companies stated in items (xiii) through (xvi) of that paragraph); and

九　前各号に掲げる業務に附帯する業務

(ix) the businesses incidental to those stated in the preceding items.

（外国特定金融関連業務会社の業務）

(Business of Foreign Specified Finance-Related Services Company)

第五十七条の四　法第百六条第六項第一号に規定する内閣府令で定めるものは、第五十六条の二第二項第十三号、第二十号、第二十一号及び第二十三号に掲げる業務並びにこれらに附帯する業務とする。

Article 57-4 The businesses to be specified by Cabinet Office Order, as provided in Article 106, paragraph (6), item (i) of the Act, are the businesses stated in Article 56-2, paragraph (2), items (xiii), (xx), (xxi) and (xxiii) and the businesses incidental to these businesses.

（子会社対象保険会社等を子会社とすることについての認可の申請等）

(Application for Authorization for Holding Insurance Company Eligible to be a Subsidiary Company as Subsidiary Company)

第五十八条　保険会社は、子会社対象保険会社等（法第百六条第四項に規定する子会社対象保険会社等をいい、保険業高度化等会社（第五十七条の三に規定する会社を除く。）を除く。以下この条において同じ。）を子会社とすることについての認可を受けようとするときは、認可申請書に次に掲げる書類を添付して金融庁長官に提出しなければならない。

Article 58 (1) If an insurance company seeks to obtain an authorization of holding an insurance company, etc. eligible to be a subsidiary company (meaning an insurance company, etc. eligible to be a subsidiary company as provided in Article 106, paragraph (4) of the Act, and excluding an advanced insurance service company (excluding a company provided in Article 57-3); the same applies below in this Article), it must submit to the Commissioner of the Financial Services Agency the written application for authorization, attaching the following documents:

一　理由書

(i) a written statement of reasons;

二　当該保険会社に関する次に掲げる書類

(ii) the following documents related to the insurance company:

イ　最終の貸借対照表、損益計算書、株主資本等変動計算書（当該保険会社が相互会社である場合には、剰余金の処分又は損失の処理に関する書面及び基金等変動計算書）その他最近における業務、財産及び損益の状況を知ることができる書類

(a) the latest balance sheet, profit and loss statement, statement of changes in shareholders' equity, etc. (when the insurance company is a mutual company, a document on appropriation of surplus or disposition of loss and the statement of changes in funds, etc.) and any other document disclosing the recent status of business, properties and profits and losses;

ロ　当該認可後における収支の見込みを記載した書類

(b) the document stating the prospective income and expenditure after the grant of the authorization;

ハ　株式交換（法第九十六条の五第一項に規定する組織変更株式交換を含む。）により子会社対象保険会社等を子会社とする場合には、次に掲げる書類

(c) if an insurance company, etc. eligible to be a subsidiary company is to become a subsidiary company due to the implementation of the share exchange (including the share exchange on entity conversion as provided in Article 96-5, paragraph (1) of the Act), the following documents:

（１）　株主総会の議事録その他必要な手続があったことを証する書面

1. the minutes of shareholders meetings, or any other documents certifying that necessary procedures have been followed;

（２）　株式交換契約（組織変更株式交換契約を含む。）の内容を記載した書面

2. a document stating the content of the share exchange contract (including contract for share exchange on entity conversion);

（３）　株式交換費用を記載した書類

3. a document stating the costs for the share exchange;

ニ　株式交付により子会社対象保険会社等を子会社とする場合には、次に掲げる書類

(d) the following documents when an insurance company, etc. eligible to be a subsidiary company is to become a subsidiary company as a result of a partial share exchange:

（１）　株主総会の議事録その他必要な手続があったことを証する書面

1. minutes of shareholders meetings or other documents proving that necessary procedures were followed;

（２）　株式交付計画の内容を記載した書面

2. a document stating the content of the partial share exchange plan;

（３）　株式交付費用を記載した書類

3. a document stating the cost for the partial share exchange;

三　当該保険会社及びその子会社等（法第百十条第二項に規定する子会社等をいう。以下この条並びに次条第一項第三号並びに第二項第二号及び第四号において同じ。）に関する次に掲げる書類

(iii) the following documents related to the insurance company and its subsidiary company, etc. (meaning subsidiary company, etc. as provided in Article 110, paragraph (2) of the Act; the same applies below in this Article and Article 58-2, paragraph (1), item (iii) and paragraph (2), items (ii) and (iv)):

イ　当該保険会社及びその子会社等につき連結して記載した最終の貸借対照表、損益計算書及び株主資本等変動計算書（当該保険会社が相互会社である場合には、

基金等変動計算書）（これらに類する書類を含む。）その他これらの会社の最近における業務、財産及び損益の状況を知ることができる書類

(a) the latest balance sheet, profit and loss statement and statement of changes in shareholders' equity, etc. (if the insurance company is a mutual company, the statement of changes in funds, etc.) (including documents similar to these documents) of the insurance company and its subsidiary company, etc. prepared in a consolidated manner, and any other document disclosing the recent status of business, properties and profit and loss of these companies;

ロ　当該認可後における当該保険会社及びその子会社等（子会社となる会社を含む。）の収支及び保険金等の支払能力の充実の状況を示す比率（法第百三十条に規定する保険金等の支払能力の充実の状況が適当であるかどうかの基準（保険会社及びその子会社等に係る同条各号に掲げる額を用いて定めたものに限る。）に係る算式により得られる比率をいう。以下この章から第六章まで及び第九十四条第一項第八号において同じ。）の見込みを記載した書類

(b) the document specifying the prospective income and expenditure and the prospective ratio indicating the level of solvency in terms of ability to pay out insurance proceeds, etc. (meaning a ratio derived from the formula related to the criteria regarding the appropriateness of the level of solvency in terms of its ability to pay for insurance proceeds, etc. as referred to in Article 130 of the Act (limited to those specified by using the amount stated in the items of the same Article related to the insurance company and its subsidiary company, etc.); the same applies below in this Chapter through Chapter VI, and Article 94, paragraph (1), item (viii)) of the insurance company and its subsidiary company, etc. (including a company which is to become the subsidiary company) after the authorization is granted;

四　当該認可に係る子会社対象保険会社等（当該子会社対象保険会社等を子会社とする法第百六条第六項第一号に規定する特例持株会社を含む。）に関する次に掲げる書類

(iv) the following documents related to an insurance company, etc. eligible to be a subsidiary company for which the authorization is sought (including a holding company subject to special provisions provided in Article 106, paragraph (6), item (i) of the Act which holds the insurance company, etc. eligible for subsidiary company as its subsidiary company):

イ　名称及び主たる営業所又は事務所の位置を記載した書類

(a) a document describing the name, and the location of its principal business office or principal office;

ロ　業務の内容を記載した書類

(b) a document describing the details of business;

ハ　最終の貸借対照表、損益計算書及び株主資本等変動計算書（これらに類する書

類を含む。）その他最近における業務、財産及び損益の状況を知ることができる書類
(c) the latest balance sheet, profit and loss statement, statement of changes in shareholders' equity, etc. (including documents similar to these documents) and any other document disclosing the recent status of business, properties, profits and losses;
ニ　役員（役員が法人であるときは、その職務を行うべき者を含む。）の役職名及び氏名又は名称を記載した書類
(d) a document describing the job titles and names of the officers (if any of its officer is a corporation, the officers include a person who is to perform the duties of that corporation);
五　当該認可に係る子会社対象保険会社等を子会社とすることにより、当該保険会社又はその子会社が国内の会社の議決権を合算してその基準議決権数を超えて保有することとなる場合には、当該国内の会社の名称及び業務の内容を記載した書類
(v) if the insurance company or its subsidiary company, etc. holds the total number of voting rights in domestic companies in excess of the voting right holding threshold, as a consequence of holding of the insurance company, etc. eligible to be a subsidiary company for which the authorization is sought, the document specifying the name of the domestic companies and the details of their business; and
六　その他次項に規定する審査をするため参考となるべき事項を記載した書類
(vi) a document stating any other matters which would serve as reference information for performance of the examination provided in the following paragraph.
２　金融庁長官は、前項の規定による認可の申請があったときは、次に掲げる基準に適合するかどうかを審査するものとする。
(2) If the application for approval under the preceding paragraph has been filed, the Commissioner of the Financial Services Agency is to examine whether the application conforms to the criteria stated in the following:
一　当該申請をした保険会社（以下この項において「申請保険会社」という。）の資本金の額又は基金の総額が当該申請に係る子会社対象保険会社等の議決権を取得し、又は保有するに足りる十分な額であること。
(i) that the amount of stated capital or the funds in the insurance company which has filed the application (referred to below as the "applicant insurance company" in this paragraph) is sufficient to acquire or hold the voting rights in the insurance company, etc. eligible to be a subsidiary company;
二　申請保険会社の最近における業務、財産及び損益の状況が良好であること。
(ii) that the recent status of business, properties, losses and profits of the applicant insurance company are satisfactory;
三　当該申請の時において申請保険会社及びその子会社等の収支及び保険金等の支払能力の充実の状況を示す比率が良好であり、当該認可に係る子会社対象保険会社等

を子会社とした後も良好に推移することが見込まれること。
(iii) that the profit and expenditure as well as the ratio indicating the level of solvency in terms of ability to pay out insurance proceeds, etc. of the applicant insurance company and its subsidiary company, etc. at the time of filing the application is sound, and that the they have good prospects for income and expenditure even after making the insurance company, etc. eligible to be a subsidiary company as its subsidiary company, etc.;
四　申請保険会社が子会社対象保険会社等の業務の健全かつ適切な遂行を確保するための措置を講ずることができること。
(iv) that the applicant insurance company is able to implement measures to secure sound and proper performance of the business of the insurance company, etc. eligible to be a subsidiary company; and
五　当該認可に係る子会社対象保険会社等がその業務を的確かつ公正に遂行することができること。
(v) that the insurance company, etc. eligible to be a subsidiary company for which the authorization is sought is able to implement its business in a precise and fair manner.
３　前二項の規定は、法第百六条第五項ただし書の認可（保険会社又はその子会社が合算してその基準議決権数を超えて取得し、又は保有することとなった他業保険業高度化等会社の議決権について引き続きその基準議決権数を超えて保有することについての認可を除く。）及び同条第七項において準用する同条第四項の認可について準用する。
(3) The provisions of the preceding two paragraphs apply mutatis mutandis to the authorization referred to in the proviso to Article 106, paragraph (5) of the Act (excluding authorization relating to the continued holding of the voting rights in an advanced insurance service company engaged in non-insurance businesses which the insurance company or its subsidiary company came to acquire or hold in excess of the voting right holding threshold, in total) and the authorization referred to in paragraph (4) of that Article as applied mutatis mutandis pursuant to paragraph (7) of that Article.
４　保険会社は、法第百六条第八項の承認を受けようとするときは、承認申請書に次に掲げる書類を添付して金融庁長官に提出しなければならない。
(4) If an insurance company seeks to obtain an approval referred to in Article 106, paragraph (8), it must submit to the Commissioner of the Financial Services Agency the written application for approval, attaching the following documents:
一　理由書
(i) a written statement of reasons;
二　当該承認に係る子会社対象会社（法第百六条第一項に規定する子会社対象会社をいう。以下この条において同じ。）以外の外国の会社に関する次に掲げる書類
(ii) the following documents related to the foreign company other than a

company eligible to be a subsidiary company (meaning a company eligible to be a subsidiary company provided in Article 106, paragraph (1) of the Act; the same applies below in this Article) that is subject to the approval:

イ　名称及び主たる営業所又は事務所の位置を記載した書類

(a) a document stating the name, and the location of its principal business office or principal office;

ロ　業務の内容を記載した書類

(b) a document stating the contents of business;

ハ　最終の貸借対照表、損益計算書及び株主資本等変動計算書（これらに類する書類を含む。）その他最近における業務、財産及び損益の状況を知ることができる書類

(c) the latest balance sheet, profit and loss statement, statement of changes in shareholders' equity, etc. (including documents similar to these documents) and any other document disclosing the recent status of business, properties, profits and losses;

ニ　役員（役員が法人であるときは、その職務を行うべき者を含む。）の役職名及び氏名又は名称を記載した書類

(d) a document stating the job titles and names of the officers (if any of its officer is a corporation, the officers include a person who is to perform the duties of the relevant corporation); and

三　その他法第百六条第八項の承認に係る審査をするため参考となるべき事項を記載した書類

(iii) a document stating any other matters which would serve as reference information in an examination relating to approval referred to in Article 106, paragraph (8) of the Act.

５　保険会社は、法第百六条第十項の規定による延長を申請しようとするときは、延長申請書に次に掲げる書類を添付して金融庁長官に提出しなければならない。

(5) If an insurance company seeks to apply for extension under Article 106, paragraph (10) of the Act, it must attach the following documents to a written application for extension and submit them to the Commissioner of the Financial Services Agency:

一　理由書

(i) a written statement of reasons;

二　当該延長に係る子会社対象会社以外の外国の会社の議決権の保有に関する方針を記載した書類

(ii) a document stating the policies on holding the voting rights of the foreign company other than a company eligible to be a subsidiary company that is subject to the extension;

三　当該延長に係る子会社対象会社以外の外国の会社に関する次に掲げる書類

(iii) the following documents related to the foreign company other than a company eligible to be a subsidiary company that is subject to the extension:

イ　名称及び主たる営業所又は事務所の位置を記載した書類
(a) a document stating the name, and the location of its principal business office or principal office;
ロ　業務の内容を記載した書類
(b) a document stating the contents of business;
ハ　最終の貸借対照表、損益計算書及び株主資本等変動計算書（これらに類する書類を含む。）その他最近における業務、財産及び損益の状況を知ることができる書類
(c) the latest balance sheet, profit and loss statement, statement of changes in shareholders' equity, etc. (including documents similar to these documents) and any other document disclosing the recent status of business, properties, profits and losses;
ニ　役員（役員が法人であるときは、その職務を行うべき者を含む。）の役職名及び氏名又は名称を記載した書類
(d) a document stating the job titles and names of the officers (if any of its officer is a corporation, the officers include a person who is to perform the duties of the relevant corporation); and
四　その他法第百六条第十項の規定による延長に係る審査をするため参考となるべき事項を記載した書類
(iv) a document stating any other matters which would serve as reference information in an examination relating to extension under Article 106, paragraph (10) of the Act.
６　保険会社は、法第百六条第十一項の認可を受けようとするときは、認可申請書に次に掲げる書類を添付して金融庁長官に提出しなければならない。
(6) If an insurance company seeks to obtain authorization referred to in Article 106, paragraph (11) of the Act, it must attach the following documents to a written application for authorization and submit them to the Commissioner of the Financial Services Agency:
一　理由書
(i) a written statement of reasons;
二　当該保険会社に関する次に掲げる書類
(ii) the following documents concerning the insurance company:
イ　最終の貸借対照表、損益計算書、株主資本等変動計算書（当該保険会社が相互会社である場合には、基金等変動計算書）その他最近における業務、財産及び損益の状況を知ることができる書類
(a) the latest balance sheet, profit and loss statement, statement of changes in shareholders' equity, etc. (if the insurance company is a mutual company, a statement of changes in funds, etc.), and other documents disclosing the recent status of business, properties, and profits and losses;
ロ　当該認可後における収支の見込みを記載した書類
(b) a document stating an estimation of income and expenditures after

obtaining the authorization;

三　当該保険会社及びその子会社等に関する次に掲げる書類

(iii) the following documents concerning the insurance company and its subsidiary companies, etc.:

イ　当該保険会社及びその子会社等につき連結して記載した最終の貸借対照表、損益計算書及び株主資本等変動計算書（これらに類する書類を含む。）その他これらの会社の最近における業務、財産及び損益の状況を知ることができる書類

(a) the latest balance sheet, profit and loss statement and statement of changes in shareholders' equity, etc. (including documents similar to these documents) of the insurance company and its subsidiary company, etc. prepared in a consolidated manner, and any other document disclosing the recent status of business, properties and profits and losses of these companies;

ロ　当該認可後における当該保険会社及びその子会社等（子会社となる会社を含む。）の収支及び保険金等の支払能力の充実の状況を示す比率の見込みを記載した書類

(b) a document stating the estimation of income and expenditures and the prospective ratio indicating the level of solvency in terms of ability to pay out insurance proceeds, etc. of the insurance company and its subsidiary company, etc. (including a company which is to become a subsidiary company) after the authorization is granted;

四　当該認可に係る子会社対象会社以外の外国の会社に関する次に掲げる書類

(iv) the following documents related to the foreign company other than a company eligible to be a subsidiary company that is subject to the authorization:

イ　名称及び主たる営業所又は事務所の位置を記載した書類

(a) a document stating the name, and the location of its principal business office or principal office;

ロ　業務の内容を記載した書類

(b) a document stating the contents of business;

ハ　最終の貸借対照表、損益計算書及び株主資本等変動計算書（これらに類する書類を含む。）その他最近における業務、財産及び損益の状況を知ることができる書類

(c) the latest balance sheet, profit and loss statement, statement of changes in shareholders' equity, etc. (including documents similar to these documents) and any other document disclosing the recent status of business, properties, profits and losses;

ニ　役員（役員が法人であるときは、その職務を行うべき者を含む。）の役職名及び氏名又は名称を記載した書類

(d) a document stating the job titles and names of the officers (if any of its officer is a corporation, the officers include a person who is to perform the duties of the relevant corporation);

五　当該認可に係る子会社対象会社以外の外国の会社を子会社とすることにより、当該保険会社又はその子会社が国内の会社の議決権を合算してその基準議決権数を超えて保有することとなる場合には、当該国内の会社の名称及び業務の内容を記載した書類

(v) if the insurance company or its subsidiary company, etc. holds the total number of voting rights in domestic companies in excess of the voting right holding threshold, as a consequence of acquiring or holding of a foreign company other than the insurance company, etc. eligible for subsidiary company for which the authorization is sought as its subsidiary company, the document stating the name of the domestic companies and the details of their business; and

六　その他次項の規定による審査をするため参考となるべき事項を記載した書類

(vi) a document stating any other matters which would serve as reference information for performance of the examination provided in the following paragraph.

7　金融庁長官は、前項の規定による認可の申請があったときは、次に掲げる基準に適合するかどうかを審査するものとする。

(7) If the application for authorization under the preceding paragraph has been filed, the Commissioner of the Financial Services Agency is to examine whether the application conforms to the criteria stated in the following:

一　当該申請をした保険会社（以下この項において「申請保険会社」という。）の資本金の額又は基金の総額が当該申請に係る子会社対象会社以外の外国の会社の議決権を取得し、又は保有するに足りる十分な額であること。

(i) that the amount of stated capital or the funds in the insurance company which has filed the application (referred to below as the "applicant insurance company" in this paragraph) is sufficient to acquire or hold the voting rights in the foreign company other than the insurance company, etc. eligible for subsidiary company;

二　申請保険会社の最近における業務、財産及び損益の状況が良好であること。

(ii) that the recent status of business, properties, losses and profits of the applicant insurance company are satisfactory;

三　当該申請の時において申請保険会社及びその子会社等の収支及び保険金等の支払能力の充実の状況を示す比率が良好であり、当該認可に係る子会社対象会社以外の外国の会社を子会社とした後も良好に推移することが見込まれること。

(iii) that the profit and expenditure as well as the ratio indicating the level of solvency in terms of ability to pay out insurance proceeds, etc. of the applicant insurance company and its subsidiary company, etc. at the time of filing the application is sound, and that they have good prospects for income and expenditure as well as the ratio even after making the foreign company other than the insurance company, etc. eligible for subsidiary company as its subsidiary company, etc.;

四　申請保険会社が子会社対象会社以外の外国の会社の業務の健全かつ適切な遂行を確保するための措置を講ずることができること。

(iv) that the applicant insurance company is able to implement measures to secure sound and proper performance of the business of the foreign company other than the insurance company, etc. eligible for subsidiary company; and

五　当該認可に係る子会社対象会社以外の外国の会社がその業務を的確かつ公正に遂行することができること。

(v) that the foreign company other than the insurance company, etc. eligible for subsidiary company for which the authorization is sought is able to implement its business in a precise and fair manner.

六　申請保険会社が現に子会社としている子会社対象外国会社（法第百六条第九項第一号に規定する子会社対象外国会社をいう。）又は外国特定金融関連業務会社（同条第六項第一号に規定する外国特定金融関連業務会社をいう。以下この号において同じ。）の競争力（外国特定金融関連業務会社にあっては、当該外国特定金融関連業務会社の営む金融関連業務（同条第二項第二号に規定する金融関連業務をいう。）における競争力に限る。）の確保その他の事情に照らして、申請保険会社が子会社対象会社以外の外国の会社（外国特定金融関連業務会社を除く。）を子会社とすることが必要であると認められること。

(vi) in light of securing competitiveness of a foreign company eligible to be a subsidiary company (meaning a foreign company eligible to be a subsidiary company provided in Article 106, paragraph (9), item (i) of the Act) or a foreign specified finance-related services company (meaning a foreign specified finance-related services company provided in item (i), paragraph (6) of that Article; the same applies below in this item) (in the case of a foreign specified finance-related services company, limited to the competitiveness of its finance-related services (meaning the finance-related services provided in item (ii), paragraph (2) of that Article)) that an applicant insurance company has as its subsidiary company or any other circumstances, it is found to be necessary for the applicant insurance company to acquire the foreign company other than a foreign company eligible to be a subsidiary company (excluding a foreign specified finance-related services company) as its subsidiary company;

８　前二項の規定は、法第百六条第十二項ただし書の認可について準用する。

(8) The provisions of the preceding two paragraphs apply mutatis mutandis to the authorization referred to in the proviso to Article 106, paragraph (12) of the Act.

９　第一項及び第二項の規定は、法第百六条第十三項において準用する同条第四項の認可（他業保険業高度化等会社に該当する子会社としようとすることについての認可を除く。）について準用する。

(9) The provisions of paragraphs (1) and (2) apply mutatis mutandis to the

authorization referred to in Article 106, paragraph (4) of the Act as applied mutatis mutandis pursuant to paragraph (13) of that Article (excluding authorization for holding a subsidiary company which is an advanced insurance service company engaged in non-insurance businesses).

１０　第四項の規定は、法第百六条第十四項の承認について準用する。

(10) The provisions of paragraph (4) apply mutatis mutandis to the authorization referred to in Article 106, paragraph (14) of the Act.

１１　法第二条第十五項の規定は、第一項第五号及び第二項第一号（これらの規定を第三項及び第九項において準用する場合を含む。）、第三項、第五項第二号並びに第六項第五号及び第七項第一号（これらの規定を第八項において準用する場合を含む。）に規定する議決権について準用する。

(11) The provisions of Article 2, paragraph (15) of the Act apply mutatis mutandis to the voting rights provided in paragraph (1), item (v) and paragraph (2), item (i) (including as applied mutatis mutandis pursuant to paragraphs (3) and (9)), paragraph (3), paragraph (5), item (ii), paragraph (6), item (v) and paragraph (7), item (i) (including as applied mutatis mutandis pursuant to paragraph (8)).

（他業保険業高度化等会社を子会社とすること等についての認可の申請等）

(Application for Authorization Related to Holding of an Advanced Insurance Service Company Engaged in Non-Insurance Businesses as a Subsidiary Company)

第五十八条の二　保険会社は、当該保険会社若しくはその子会社が合算して他業保険業高度化等会社の議決権をその基準議決権数を超えて取得し、若しくは保有すること又は外国の保険業高度化等会社を子会社とすることについての認可を受けようとするときは、認可申請書に次に掲げる書類を添付して金融庁長官に提出しなければならない。

Article 58-2 (1) If an insurance company seeks to obtain authorization relating to the acquisition or holding of voting rights in an advanced insurance service company engaged in non-insurance businesses in a total number that exceeds the company's voting right holding threshold or the making of a foreign advanced insurance service company its subsidiary company, it must attach the following documents to a written application for authorization and submit them to the Commissioner of the Financial Services Agency:

一　理由書

(i) a written statement of reasons;

二　当該保険会社に関する次に掲げる書類

(ii) the following documents related to the insurance company:

イ　最終の貸借対照表、損益計算書、株主資本等変動計算書（当該保険会社が相互会社である場合には、剰余金の処分又は損失の処理に関する書面及び基金等変動計算書）その他最近における業務、財産及び損益の状況を知ることができる書類

(a) the latest balance sheet, profit and loss statement, statement of changes in shareholders' equity, etc. (if the insurance company is a mutual company, a document on appropriation of surplus or disposition of loss and a statement of changes in funds, etc.), and any other documents disclosing the recent status of business, properties, and profits and losses;

ロ　当該認可後における収支の見込みを記載した書類

(b) a document stating an estimation of income and expenditures after obtaining the authorization;

ハ　株式交換（法第九十六条の五第一項に規定する組織変更株式交換を含む。）により当該保険会社若しくはその子会社が合算して他業保険業高度化等会社の議決権をその基準議決権数を超えて取得し、若しくは保有しようとする場合又は外国の保険業高度化等会社を子会社としようとする場合には、次に掲げる書類

(c) if the insurance company or its subsidiary company intend to acquire or hold voting rights in an advanced insurance service company engaged in non-insurance businesses in excess of the voting right holding threshold on an aggregated basis, or to hold a foreign advanced insurance service company engaged in non-insurance businesses as its subsidiary company, as a result of the share exchange (including share exchange on entity conversion provided in Article 96-5, paragraph (1) of the Act), the following documents:

（１）　株主総会の議事録その他必要な手続があったことを証する書面

1. minutes of shareholders meetings or other documents proving that necessary procedures were followed;

（２）　株式交換契約（組織変更株式交換契約を含む。）の内容を記載した書面

2. a document stating the content of the share exchange contract (including a contract for share exchange on entity conversion);

（３）　株式交換費用を記載した書類

3. a document stating the costs for the share exchange;

ニ　株式交付により当該保険会社若しくはその子会社が合算して他業保険業高度化等会社の議決権をその基準議決権数を超えて取得し、若しくは保有しようとする場合又は外国の保険業高度化等会社を子会社としようとする場合には、次に掲げる書類

(d) when the insurance company or its subsidiary company intend to acquire or hold voting rights in an advanced insurance service company engaged in non-insurance businesses in excess of the voting right holding threshold on an aggregated basis, or to hold a foreign advanced insurance service company as its subsidiary company, as a result of the partial share exchange, the following matters:

（１）　株主総会の議事録その他必要な手続があったことを証する書面

1. minutes of shareholders meetings or other documents proving that necessary procedures were followed;

（２）　株式交付計画の内容を記載した書面

2. a document stating the content of the partial share exchange plan;

（３）　株式交付費用を記載した書類

3. a document stating the cost for the partial share exchange;

三　当該保険会社及びその子会社等に関する次に掲げる書類

(iii) the following documents concerning the insurance company and its subsidiary companies, etc.:

イ　当該保険会社及びその子会社等につき連結して記載した最終の貸借対照表、損益計算書及び株主資本等変動計算書（当該保険会社が相互会社である場合には、基金等変動計算書）（これらに類する書類を含む。）その他これらの会社の最近における業務、財産及び損益の状況を知ることができる書類

(a) the latest balance sheet, profit and loss statement and statement of changes in shareholders' equity, etc. (if the insurance company is a mutual company, a statement of changes in funds, etc.) (including documents similar to these documents) of the insurance company and its subsidiary company, etc. prepared in a consolidated manner, and any other document disclosing the recent status of business, properties, and profits and losses of these companies;

ロ　当該認可後における当該保険会社及びその子会社等（子会社等となる会社を含む。）の収支及び保険金等の支払能力の充実の状況を示す比率の見込みを記載した書類

(b) the document stating the prospective income and expenditure and the prospective ratio indicating the level of solvency in terms of ability to pay out insurance proceeds, etc. of the insurance company and its subsidiary company, etc. (including a company which is to become the subsidiary company, etc.) after the authorization is granted;

四　当該認可に係る他業保険業高度化等会社又は外国の保険業高度化等会社（次項において「他業保険業高度化等会社等」という。）に関する次に掲げる書類

(iv) the following documents relating to the advanced insurance service company engaged in non-insurance businesses or the foreign advanced insurance service company (collectively referred to as an "advanced insurance service company engaged in non-insurance businesses, etc." in the following paragraph);

イ　名称及び主たる営業所又は事務所の位置を記載した書類

(a) a document stating the name, and the location of its principal business office or principal office;

ロ　業務の内容及び当該業務を遂行する体制を記載した書類

(b) a document stating the content of the business and the system for executing the business;

ハ　最終の貸借対照表、損益計算書及び株主資本等変動計算書（これらに類する書類を含む。）その他最近における業務、財産及び損益の状況を知ることができる書類

(c) the latest balance sheet, profit and loss statement, statement of changes in shareholders' equity, etc. (including documents similar to these documents) and any other document disclosing the recent status of business, properties, profits and losses; and

ニ　役員（役員が法人であるときは、その職務を行うべき者を含む。）の役職名及び氏名又は名称を記載した書類

(d) a document stating the job titles and names of the officers (if any of its officer is a corporation, the officers include a person who is to perform the duties of the relevant corporation);

五　当該保険会社若しくはその子会社が合算して当該認可に係る他業保険業高度化等会社の議決権をその基準議決権数を超えて取得し、若しくは保有すること又は外国の保険業高度化等会社を子会社とすることにより、当該保険会社又はその子会社が国内の会社の議決権を合算してその基準議決権数を超えて保有することとなる場合には、当該国内の会社の名称及び業務の内容を記載した書類

(v) if the insurance company or its subsidiary company holds voting rights in domestic companies in a total number that exceeds the company's voting right holding threshold, as a consequence of acquiring or holding of voting rights in the advanced insurance service company engaged in non-insurance businesses subject to the authorization in a total number that exceeds the company's voting right holding threshold or making a foreign advanced insurance service company its subsidiary company, the document stating the name of the domestic companies and the details of their business; and

六　その他次項の規定による審査をするため参考となるべき事項を記載した書類

(vi) a document stating any other matters which would serve as reference information for performance of the examination under the following paragraph.

２　金融庁長官は、前項の規定による認可の申請があったときは、次に掲げる基準に適合するかどうかを審査するものとする。

(2) If the application for approval under the preceding paragraph has been filed, the Commissioner of the Financial Services Agency is to examine whether the application conforms to the criteria stated in the following:

一　当該申請をした保険会社（以下この項において「申請保険会社」という。）の資本金の額又は基金の総額が当該申請に係る他業保険業高度化等会社等の議決権を取得し、又は保有するに足りる十分な額であること。

(i) that the amount of stated capital or the funds of the insurance company which has filed the application (referred to below as the "applicant insurance company" in this paragraph) is sufficient to acquire or hold the voting rights in the advanced insurance service company engaged in non-insurance businesses related to the application;

二　当該申請に係る他業保険業高度化等会社等に対する出資が全額毀損した場合であっても、申請保険会社及びその子会社等（当該認可により子会社等となる会社を除

く。）の財産及び損益の状況が良好であることが見込まれること。
(ii) even if the whole amount of investment in the advanced insurance service company engaged in non-insurance businesses related to the application is lost, the conditions of properties, and profits and losses of the applicant insurance company and its subsidiary companies, etc. (excluding the company that is to become a subsidiary company, etc. based on the authorization) are expected to be satisfactory;
三　申請保険会社の最近における業務、財産及び損益の状況が良好であること。
(iii) that the recent status of business, properties, losses and profits of the applicant insurance company are satisfactory;
四　当該申請の時において申請保険会社及びその子会社等の収支及び保険金等の支払能力の充実の状況を示す比率が良好であり、かつ、申請保険会社若しくはその子会社が合算して当該認可に係る他業保険業高度化等会社についてその基準議決権数を超える議決権を取得し、若しくは保有し、又は外国の保険業高度化等会社を子会社とした後も良好に推移することが見込まれること。
(iv) the income and expenditure and the prospective ratio indicating the level of solvency in terms of ability to pay out insurance proceeds, etc. of the applicant insurance company and its subsidiary companies, etc. are satisfactory at the time of the application and are expected to also remain satisfactory after the applicant insurance company or its subsidiary companies acquire or hold voting rights in the advanced insurance service company engaged in non-insurance businesses subject to that authorization in a number that exceeds the voting right holding threshold, or make a foreign advanced insurance service company engaged in non-insurance businesses as its subsidiary company;
五　当該認可に係る他業保険業高度化等会社等がその業務を的確かつ公正に遂行することができること。
(v) that the foreign company other than the advanced insurance service company engaged in non-insurance businesses subject to the authorization is able to implement its business in a precise and fair manner.
六　申請保険会社若しくはその子会社が合算して当該認可に係る他業保険業高度化等会社の議決権をその基準議決権数を超えて取得し、若しくは保有すること又は外国の保険業高度化等会社を子会社とすることにより、申請保険会社の行う保険業の高度化若しくは申請保険会社の利用者の利便の向上又は地域の活性化、産業の生産性の向上その他の持続可能な社会の構築に資すると見込まれること。
(vi) that the applicant insurance company or its subsidiary companies acquire or hold voting rights in the advanced insurance service company engaged in non-insurance businesses for which the authorization is sought in a total number that exceeds the voting right holding threshold, or make a foreign advanced insurance service company engaged in non-insurance businesses its subsidiary company, which could, as a result, potentially contribute to

increased sophistication of the insurance business that the applicant insurance company conducts or to enhanced convenience for users of the applicant insurance company, or contribute to regional development, improvement of industrial productivity, and other services for building a sustainable society;

七　申請保険会社の業務の状況に照らし、申請保険会社若しくはその子会社が合算して当該認可に係る他業保険業高度化等会社の議決権をその基準議決権数を超えて取得し、若しくは保有し、又は外国の保険業高度化等会社を子会社とした後も、申請保険会社の業務の健全かつ適切な運営に支障を来す著しいおそれがないと認められること。

(vii) in light of the status of business of the applicant insurance company, no serious risk that may affect the sound and appropriate management of the services of the applicant insurance company even after the applicant insurance company or its subsidiary companies acquire or hold voting rights in the advanced insurance service company engaged in non-insurance businesses subject to that authorization in a total number that exceeds the voting right holding threshold, or make a foreign advanced insurance service company engaged in non-insurance businesses as its subsidiary company is found;

八　申請保険会社又は当該認可に係る他業保険業高度化等会社等の顧客に対し、申請保険会社の保険会社としての取引上の優越的地位又は当該他業保険業高度化等会社等の業務における取引上の優越的地位を不当に利用して、申請保険会社の業務に係る取引の条件若しくは実施又は当該他業保険業高度化等会社等の業務に係る取引の条件若しくは実施について不利益を与える行為が行われる著しいおそれがないと認められること。

(viii) no serious risk of the applicant insurance company wrongfully using its advantageous position as an insurance company in a transaction to put its customer at a disadvantage in terms of conditions or implementation of a transaction connected with its services is found; or no serious risk of the advanced insurance service company engaged in non-insurance businesses subject to the relevant authorization wrongfully using its advantageous position in a transaction that involves its services to put its customer at a disadvantage in terms of conditions or implementation of a transaction connected with its services is found; and

九　申請保険会社又は当該認可に係る他業保険業高度化等会社等が行う取引に伴い、申請保険会社又は当該他業保険業高度化等会社等が行う業務に係る顧客の利益が不当に害される著しいおそれがないと認められること。

(ix) no serious risk that the interests of customers of the services carried out by the applicant insurance company or by the advanced insurance service company engaged in non-insurance businesses subject to the relevant authorization will be unduly harmed in connection with transactions conducted by the applicant insurance company or the advanced insurance service company engaged in non-insurance businesses is found.

３　前二項の規定は、法第百六条第五項ただし書の認可（保険会社若しくはその子会社が合算してその基準議決権数を超えて取得し、若しくは保有することとなった他業保険業高度化等会社の議決権について引き続きその基準議決権数を超えて保有すること又は子会社となった外国の保険業高度化等会社を引き続き子会社とすることについての認可に限る。）について準用する。

(3) The provisions of the preceding two paragraphs apply mutatis mutandis to the authorization referred to in the proviso to Article 106, paragraph (5) of the Act (limited to the authorization relating to the continued holding of the voting rights in an advanced insurance service company engaged in non-insurance businesses which the insurance company or its subsidiary companies has acquired or come to hold in a total number that exceeds the voting right holding threshold, and the authorization of continued holding of the foreign advanced insurance service company which has become their subsidiary).

４　第一項及び第二項の規定は、法第百六条第十三項において準用する同条第四項の認可（他業保険業高度化等会社に該当する子会社としようとすることについての認可に限る。）及び同条第十六項の認可について準用する。

(4) The provisions of paragraphs (1) and (2) apply mutatis mutandis to the authorization referred to in Article 106, paragraph (4) of the Act as applied mutatis mutandis pursuant to paragraph (13) of that Article (limited to the authorization relating to the holding of a subsidiary company which is an advanced insurance service company engaged in non-insurance businesses as its subsidiary) and the authorization referred to in paragraph (16) of that Article.

５　法第二条第十五項の規定は、第一項並びに第二項第一号、第四号、第六号及び第七号（これらの規定を前二項において準用する場合を含む。）並びに第三項に規定する議決権について準用する。

(5) The provisions of Article 2, paragraph (15) of the Act apply mutatis mutandis to the voting rights provided in paragraph (1), paragraph (2), items (i), (iv), (vi) and (vii) (including as applied mutatis mutandis pursuant to the preceding two paragraphs) and paragraph (3).

（保険会社による保険会社グループの経営管理の内容等）

(Particulars of Insurance Company Group's Business Management by Insurance Company)

第五十八条の三　法第百六条の二第二項第一号に規定する方針として内閣府令で定めるものは、次に掲げる方針とする。

Article 58-3 (1) The policies to be specified by Cabinet Office Order, as provided in Article 106-2, paragraph (2), item (i) of the Act, are the following policies:

一　保険会社グループ（法第百六条の二第一項に規定する保険会社グループをいう。

以下同じ。）の収支、資本の分配又は基金の管理及び保険金等の支払能力の充実に係る方針その他のリスク管理に係る方針

(i) policies concerning income and expenditure, capital allocation, management of funds and the level of solvency in terms of ability to pay out insurance proceeds, etc. regarding the insurance company group (meaning an insurance company group provided in Article 106-2, paragraph (1) of the Act; the same applies below) and other policies concerning risk management; and

二　災害その他の事象が発生した場合における保険会社グループの危機管理に係る体制の整備に係る方針

(ii) policies concerning the development of the insurance company group's crisis management systems in preparation for events such as disasters.

２　法第百六条の二第二項第三号に規定する内閣府令で定める体制は、当該保険会社における当該保険会社グループに属する会社の取締役、執行役、業務を執行する社員、会社法第五百九十八条第一項の職務を行うべき者その他これらの者に相当する者及び使用人の職務の執行が法令に適合することを確保するための体制とする。

(2) The system specified by Cabinet Office Order, as provided in Article 106-2, paragraph (2), item (iii) of the Act, is a system to ensure that the directors, executive officers, members who execute business, persons who are to perform the duties referred to in Article 598, paragraph (1) of the Companies Act, and other equivalent persons, and employees, all of whom belong to the companies that belong to the insurance company group, perform their respective duties in the insurance company in compliance with laws and regulations.

３　法第百六条の二第二項第四号に規定する内閣府令で定めるものは、当該保険会社グループ（再建計画（業務の運営又は財産の状況に関し改善が必要な場合における保険会社グループの経営の再建のための計画をいう。以下この項において同じ。）の策定が必要なものとして金融庁長官が指定したものに限る。）の再建計画を策定し、その適正な実施を確保することとする。

(3) The activity specified by Cabinet Office Order, as provided in Article 106-2, paragraph (2), item (iv) of the Act, is to formulate a business reconstruction plan (meaning a plan for business reconstruction of an insurance company group that needs to improve the conditions of its business management or assets; the same applies below in this paragraph) for the insurance company group (limited to an insurance company group designated by the Commissioner of the Financial Services Agency as one that needs to formulate a reconstruction plan), and ensuring the proper implementation.

（法第百七条第一項の規定が適用されないこととなる事由）

(Grounds Which Render the Provisions of Article 107, Paragraph (1) of the Insurance Business Act Inapplicable)

第五十八条の四　法第百七条第二項に規定する内閣府令で定める事由は、次に掲げる事由とする。

Article 58-4 (1) The grounds to be specified by Cabinet Office Order, as provided in Article 107, paragraph (2) of the Act, are as follows:

一　保険会社又はその子会社の担保権の実行による株式又は持分の取得

(i) acquisition of shares or equity interests by way of exercise of security rights by the insurance company or its subsidiary company;

二　保険会社又はその子会社の代物弁済の受領による株式又は持分の取得

(ii) acquisition of shares or equity interests by way of receipt of subrogation payment by the insurance company or its subsidiary company;

三　保険会社又はその子会社の、その取引先である会社との間の合理的な経営改善のための計画に基づく株式又は持分の取得（当該保険会社又はその子会社に対する当該会社の債務を消滅させるために行うものであって、当該株式又は持分の取得によって相当の期間内に当該会社の経営の状況が改善されることが見込まれるものに限る。）

(iii) acquisition of shares or equity interests by the insurance company or its subsidiary company in accordance with the streamlined management improvement plan between the customer companies (limited to the acquisition implemented for the purpose of eliminating the obligations of the company against the insurance company or its subsidiary company; and limited to the case where the implementation of the acquisition is expected to improve to the management of the company in a reasonable period of time);

四　保険会社又はその子会社が所有する議決権を行使することができない株式又は持分に係る議決権の取得（当該保険会社又はその子会社の意思によらない事象の発生により取得するものに限る。）

(iv) acquisition of voting rights represented by shares or equity interests which prohibits the insurance company or its subsidiary company from exercising the voting rights (limited to the shares or equity interests acquired due to the occurrence of the event beyond the intention of the insurance company or its subsidiary company);

五　保険会社又はその子会社が株式を所有する会社の株式の転換（当該保険会社又はその子会社の請求による場合を除く。）

(v) conversion of shares in a company whose shares are owned by the insurance company or its subsidiary company (excluding the conversion upon the request from the insurance company or its subsidiary company);

六　保険会社又はその子会社が株式を所有する会社の株式の併合若しくは分割又は株式無償割当て

(vi) consolidation or split of shares in a company whose shares are owned by the insurance company or its subsidiary company, or allotment of shares without contribution;

七　保険会社又はその子会社が株式又は持分を所有する会社の定款の変更による株式又は持分に係る権利の内容又は一単元の株式の数の変更

(vii) amendment of the details of the rights in shares or equity interests or amendment to the number of shares for one unit of shares, as affected by the amendment of the articles of incorporation of the company whose shares are owned by the insurance company or its subsidiary company;

八　保険会社又はその子会社が株式又は持分を所有する会社の自己の株式又は持分の取得

(viii) acquisition of treasury shares or equity interests of a company whose shares are owned by the insurance company or its subsidiary company;

九　新規事業分野開拓会社等の議決権について第五十六条第十四項の規定による処分を行おうとするとき又は事業再生会社の議決権について同条第十五項の規定による処分を行おうとするときにおいて、やむを得ないと認められる理由により当該議決権を譲渡することが著しく困難であるため当該議決権を処分することができないこと。

(ix) when the voting rights in a new business marketing company, etc. is to be disposed under Article 56, paragraph (14), or when the voting rights in a business restructuring company is to be disposed under paragraph (15) of that Article, and the relevant voting rights cannot be disposed on the grounds that it is extremely difficult to transfer the voting rights due to any reasons that are found to be compelling; and

十　保険会社又はその子会社の取引先である会社との間の合理的な経営改善のための計画に基づき取得した当該会社の発行する株式を当該会社の経営の状況の改善に伴い相当の期間内に処分するために必要な当該株式の転換（第五号に掲げる事由に該当するものを除く。）その他の合理的な理由があることについてあらかじめ金融庁長官の承認を受けた場合

(x) the case where approved by the Commissioner of the Financial Services Agency in advance as the cases where any reasonable grounds exist, such as conversion of shares (excluding the conversion of shares due to the grounds stated in item (v)) necessary for disposition of shares issued by the customer of the insurance company or its subsidiary company acquired in accordance with the streamlined business improvement plan, in a reasonable period of time in connection with the improvement of management of the company.

２　前項第十号の承認を受けようとするときは、承認申請書に次に掲げる書面を添付して金融庁長官に提出しなければならない。

(2) If the insurance company seeks to obtain the approval under item (x) of the preceding paragraph, it must submit to the Commissioner of the Financial Services Agency a written application for approval, attaching the following documents:

一　理由書

(i) a written statement of reasons;

二　当該承認に係る国内の会社の商号及び業務の内容を記載した書面

(ii) a document specifying the trade name and business details of the domestic company for which the approval is sought;

三　当該承認に係る国内の会社の議決権のうちその基準議決権数を超えて取得し、又は保有することとなった部分の議決権の処分の方法に関する方針を記載した書類
(iii) a document specifying the policy for disposition method of the portion of the voting rights in domestic companies related to the approval acquired or possessed in excess of the voting right holding threshold;
四　その他次項に規定する審査をするため参考となるべき事項を記載した書類
(iv) a document stating any other matters which would serve as reference information for performance of the examination provided in the following paragraph.
3　金融庁長官は、前項の規定による承認の申請があったときは、当該申請をした保険会社が基準議決権数を超えて議決権を所有し、又は保有することについて合理的な理由があるかどうか、及び提出される基準議決権数を超えて取得し、又は保有することとなった部分の議決権の処分の方法に関する方針が妥当なものであるかどうかを審査するものとする。
(3) When the application for approval under the preceding paragraph is filed, the Commissioner of the Financial Services Agency is to examine whether there exist reasonable grounds for the insurance company which has filed the application will own or possess the voting rights in excess of the voting right holding threshold, and whether the policy for disposition method of the portion of the voting rights acquired or possessed in excess of the voting right holding threshold is adequate.

（基準議決権数を超えて議決権を保有することについての承認の申請）
(Applications for Approval for Holding Voting Rights in Excess of Voting Rights Threshold)
第五十八条の五　保険会社は、法第百七条第二項ただし書の規定による基準議決権数を超えて議決権を保有することについての承認を受けようとするときは、承認申請書に次に掲げる書類を添付して金融庁長官に提出しなければならない。
Article 58-5 (1) If an insurance company seeks to obtain the approval of holding voting rights in excess of the voting right holding threshold, it must submit to the Commissioner of the Financial Services Agency a written application for authorization, attaching the documents stated in the following items:
一　理由書
(i) a written statement of reasons;
二　当該承認に係る国内の会社の名称及び業務の内容を記載した書類
(ii) a document specifying the trade name and business details of the domestic company for which the approval is sought;
三　当該承認に係る国内の会社の議決権のうちその基準議決権数を超えて取得し、又は保有することとなった部分の議決権の処分の方法に関する方針を記載した書類
(iii) a document specifying the policy for disposition method of the portion of the voting rights in domestic companies related to the approval acquired or

possessed in excess of the voting right holding threshold;
四　その他次項に規定する審査をするため参考となるべき事項を記載した書類
(iv) a document stating any other matters which would serve as reference information for performance of the examination provided in the following paragraph.
２　金融庁長官は、前項の規定による承認の申請があったときは、当該申請をした保険会社又はその子会社が基準議決権数を超えて議決権を保有することについてやむを得ないと認められる理由があるかどうかを審査するものとする。
(2) When the application for approval under the preceding paragraph is filed, the Commissioner of the Financial Services Agency is to examine whether there exist reasonable grounds for the insurance company which has filed the application or its subsidiary company will own or possess the voting rights in excess of the voting right holding threshold.
３　法第二条第十五項の規定は、第一項第三号に規定する議決権について準用する。
(3) The provisions of Article 2, paragraph (15) of the Act apply mutatis mutandis to the voting rights as provided in paragraph (1), item (iii).

（基準議決権数を超えて議決権を保有することができる場合）
(Case Where Voting Rights in Excess of Voting Right Holding Threshold Is Permitted)
第五十八条の六　法第百七条第四項第一号に規定する内閣府令で定める場合は、当該保険会社が法第九十六条の十第一項の認可を受けて組織変更株式交付をしたことにより他の保険会社、銀行、長期信用銀行、証券専門会社又は証券仲介専門会社を子会社とした場合とする。
Article 58-6 (1) The cases to be specified by Cabinet Office Order, as provided in Article 107, paragraph (4), item (i) of the Act, are the cases where the insurance company, with the authorization referred to in Article 96-10, paragraph (1) of the Act, made other insurance company, bank, long term credit bank, company specialized in securities or company specialized in brokerage of securities as its subsidiary company as a result of a partial share exchange on entity conversion.
２　法第百七条第四項第二号に規定する内閣府令で定める場合は、当該保険会社が法第百六条第四項の認可を受けて他の保険会社、銀行、長期信用銀行、証券専門会社又は証券仲介専門会社を子会社とした場合とする。
(2) The cases to be specified by Cabinet Office Order, as provided in Article 107, paragraph (4), item (ii) of the Act, are the cases where the insurance company, with the authorization referred to in Article 106, paragraph (4) of the Act, made other insurance company, bank, long term credit bank, company specialized in securities or company specialized in brokerage of securities as its subsidiary company.
３　法第百七条第四項第三号に規定する内閣府令で定める場合は、次に掲げる場合とす

る。

(3) The cases to be specified by Cabinet Office Order, as provided in Article 107, paragraph (4), item (iii) of the Act, are as follows:

一　当該保険会社が法第百四十二条の認可を受けて他の保険会社の事業の譲受けをした場合

(i) the cases where the insurance company, with the authorization referred to in Article 142 of the Act, acquired the business of other insurance company; and

二　当該保険会社が法第百四十二条の認可を受けて事業の譲受けをしたことにより他の保険会社、銀行、長期信用銀行、証券専門会社又は証券仲介専門会社を子会社とした場合（前号に掲げる場合を除く。）

(ii) the cases where the insurance company, due to acquisition of business with the authorization referred to in Article 142 of the Act, made other insurance company, bank, long term credit bank, company specialized in securities or company specialized in brokerage of securities as its subsidiary company (excluding the case stated in the preceding item).

４　法第百七条第四項第五号に規定する内閣府令で定める場合は、次に掲げる場合とする。

(4) The cases to be specified by Cabinet Office Order, as provided in Article 107, paragraph (4), item (v) of the Act, are as follows:

一　当該保険会社が法第百七十三条の六第一項の認可を受けて吸収分割により他の保険会社の事業を承継した場合

(i) the cases where the insurance company, due to an absorption-type company split with the authorization referred to in Article 173-6, paragraph (1) of the Act, succeeded to the business of other insurance company through an absorption-type company split; and

二　当該保険会社が法第百七十三条の六第一項の認可を受けて吸収分割により事業を承継したことにより他の保険会社、銀行、長期信用銀行、証券専門会社又は証券仲介専門会社を子会社とした場合（前号に掲げる場合を除く。）

(ii) the cases where the insurance company, due to an absorption-type company split with the authorization referred to in Article 173-6, paragraph (1) of the Act, made other insurance company, bank, long term credit bank, company specialized in securities or company specialized in brokerage of securities as its subsidiary company (excluding the case stated in the preceding item).

（特例対象会社）

(Companies Subject to Special Provisions)

第五十八条の七　法第百七条第八項に規定する内閣府令で定める会社は、次の各号のいずれかに該当する会社又は事業の再生の計画の作成に株式会社地域経済活性化支援機構が関与している会社（保険会社の子法人等に該当しないものに限る。第三項及び第八十五条第一項第十一号において「特例事業再生会社」と総称する。）とする。

Article 58-7 (1) The company specified by Cabinet Office Order, as provided in Article 107, paragraph (8) of the Act, is a company which falls under any of the following items or a company which prepares a business revitalization plan with the involvement of Regional Economy Vitalization Corporation of Japan (limited to a company that does not fall under a subsidiary company, etc. of an insurance company; collectively referred to as a "business restructuring company under special provisions" in paragraph (3) and Article 85, paragraph (1), item (xi)):

一　株式会社地域経済活性化支援機構法第二十二条第一項第六号（業務の範囲）に掲げる業務の実施により設立される株式会社が無限責任組合員となる投資事業有限責任組合であって、次のいずれかに該当するものから出資を受けている会社

(i) a company that has received capital contribution from an investment limited partnership in which a stock company to be established through the implementation of the business stated in Article 22, paragraph (1), item (vi) (Scope of Operations) of the Act on Regional Economy Vitalization Corporation of Japan is an unlimited liability partner and which falls under any of the following:

イ　当該保険会社又はその子会社が当該投資事業有限責任組合の組合員となっているもの

(a) the insurance company or its subsidiary company is a partner of the investment limited partnership;

ロ　当該株式会社に当該保険会社又はその子会社が出資しているもの

(b) the insurance company or its subsidiary company makes capital contribution to the stock company; or

二　事業の再生又は地域の特性を生かした新たな事業の創出その他の地域経済の活性化に資する事業活動を行うことを目的とした会社であって、第五十六条第六項第九号イからトまでのいずれかに該当するものが関与して策定した事業計画を実施している会社

(ii) a company that was established for the purpose of undertaking a business revitalization or of creating a new business that draws upon the distinctive features of the region or carrying out other business activities that contribute to the revitalization of the regional economy, and which implements a business plan formulated with the involvement of one of the entities that falls under Article 56, paragraph (6), item (ix), (a) through (g).

2　前項に規定する会社のほか、会社（保険会社の子法人等に該当しないものに限る。）であって、その議決権を保険会社又はその子会社（子会社となる会社を含む。以下この項において同じ。）の第五十八条の四第一項第一号又は第二号に掲げる事由によらずに取得されたとき（当該会社の議決権が当該保険会社又はその子会社により二回以上にわたり取得された場合にあっては、当該事由によらずに最後に取得されたとき）に前項に規定する会社に該当していたものも、その議決権が当該事由によらずに新たに取得されない限り、当該保険会社に係る法第百七条第八項に規定する内閣府

令で定める会社に該当するものとする。
(2) Beyond the companies as provided in the preceding paragraph, a company (limited to a company which is not a subsidiary company, etc. of an insurance company) which fell under the company as provided in the preceding paragraph, at the time when the voting rights were acquired by an insurance company or its subsidiary company (including a company which becomes a subsidiary company; the same applies below in this paragraph) due to the grounds other than those stated in Article 58-4, paragraph (1), item (i) or (ii) (when the voting rights in that company were acquired on two or more occasions by the insurance company or its subsidiary company, at the time of the latest occasion of the acquisition due to the grounds other than the relevant ground) is to be treated as a company in relation to the insurance company falling under the company to be specified by Cabinet Office Order, as provided in Article 107, paragraph (8) of the Act, unless the voting rights in that company are newly acquired due to the grounds other than the relevant ground.
３　第一項の規定にかかわらず、特定子会社がその取得した特例事業再生会社の議決権を処分基準日（その取得の日から十年を経過する日をいう。以下この項において同じ。）までに処分しないときは、当該特例事業再生会社は、処分基準日の翌日からは当該保険会社に係る法第百七条第八項に規定する内閣府令で定める会社に該当しないものとする。ただし、当該処分を行えば当該保険会社又はその子会社が保有する当該特例事業再生会社の議決権の数が当該処分基準日における基礎議決権数（その総株主等の議決権に百分の十を乗じて得た議決権の数をいう。以下この項において同じ。）を下回ることとなる場合において、当該特定子会社が当該取得の日から処分基準日までの間に当該保険会社又はその子会社の保有する当該特例事業再生会社の議決権のうち当該処分基準日における基礎議決権数を超える部分の議決権を処分したときは、この限りでない。
(3) Notwithstanding the provisions of paragraph (1), if a specified subsidiary company fails to dispose of the acquired voting rights in a business restructuring company under special provisions by the cut-off date (meaning the day on which the period of ten years has elapsed from the date of the acquisition of the voting rights; the same applies below in this paragraph), the business restructuring company under special provisions is not considered to be a company specified by Cabinet Office Order as provided in Article 107, paragraph (8) of the Act in relation to the insurance company from the day following the cut-off date; provided, however, that this does not apply to the case where the disposition of the voting rights would result in the number of voting rights in the business restructuring company under special provisions held by the insurance company or its subsidiary company falling below the voting right holding threshold (meaning the number of the voting rights derived by multiplying the all shareholders' voting rights by 10 percent; the

same applies below in this paragraph) as of the cut-off date; and where the specific subsidiary company, between the acquisition date and the cut-off date, disposes the portion of the voting rights exceeding the voting right holding threshold of the voting rights in the business restructuring company under special provisions held by the insurance company or its subsidiary company as of the cut-off date.

４　法第百七条第八項に規定する内閣府令で定める特殊の関係のある会社は、新規事業分野開拓会社等又は事業再生会社が当該会社の総株主等の議決権に百分の十を乗じて得た議決権の数を超える議決権を保有する会社（当該保険会社又はその子会社である新規事業分野開拓会社等若しくは事業再生会社以外の子会社が、合算して当該会社の総株主等の議決権に百分の十を乗じて得た議決権の数を超える議決権を保有していないものに限る。）とする。

(4) A company to which an insurance company is specially related, specified by Cabinet Office Order, as provided in Article 107, paragraph (8) of the Act, is a company whose voting rights in excess of the number of voting rights obtained by multiplying the number of all shareholders' voting rights by 10 percent are held by a new business marketing company, etc. or business restructuring company (limited to a company whose voting rights in excess of the number of voting rights obtained by multiplying the number of all shareholders' voting rights by 10 percent are not held by the insurance company or its subsidiary company other than its subsidiary new business marketing company, etc. or business restructuring company in total).

５　法第二条第十五項の規定は、前三項に規定する議決権について準用する。

(5) The provisions of Article 2, paragraph (15) of the Act apply mutatis mutandis to the voting rights as provided in the preceding three paragraphs.

第五章　経理
Chapter V Accounting

（業務報告書等）

(Business Report)

第五十九条　法第百十条第一項に規定する中間業務報告書は、事業年度開始の日から当該事業年度の九月三十日までの間の業務及び財産の状況について、保険会社である株式会社にあっては、中間事業報告書、中間貸借対照表（関連する注記を含む。以下同じ。）、中間損益計算書（関連する注記を含む。以下同じ。）、中間キャッシュ・フロー計算書、中間株主資本等変動計算書（関連する注記を含む。以下同じ。）及び保険金等の支払能力の充実の状況に関する書面、保険会社である相互会社にあっては、中間事業報告書、中間貸借対照表、中間損益計算書、中間キャッシュ・フロー計算書、中間基金等変動計算書（関連する注記を含む。以下同じ。）及び保険金等の支払能力の充実の状況に関する書面に分けて、別紙様式第六号（特定取引勘定設置会社にあっては、別紙様式第六号の二）により作成し、当該期間終了後三月以内に提出しなけれ

ばならない。

Article 59 (1) An interim business report as provided in Article 110, paragraph (1) of the Act must reflect the status of business and properties for the period between the day of commencement of the business year and September 30 of the relevant business year, and must be submitted within three months from the end of the relevant period, in accordance with Appended Form No. 6 (or Appended Form No. 6-2, in the case of a company with specified transaction account), and categorized as follows: in the case of a stock company which is an insurance company, interim business report, interim balance sheet (including the relevant notes; the same applies below), interim profit and loss statement (including the notes in reference thereto; the same applies below), interim cash flow statement, interim statement of changes in shareholders' equity (including the notes in reference thereto; the same applies below) and a document disclosing the level of solvency in terms of ability to pay out insurance proceeds, etc.; or, in the case of a mutual company which is an insurance company, interim business report, interim balance sheet, interim profit and loss statement, interim cash flow statement, interim statement of changes in members' equity (including the notes in reference thereto; the same applies below) and a document disclosing the level of solvency in terms of ability to pay out insurance proceeds, etc.

２　法第百十条第一項に規定する業務報告書は、保険会社である株式会社にあっては、事業報告書、附属明細書、株主総会に関する事項等に関する書面、貸借対照表、損益計算書、キャッシュ・フロー計算書、株主資本等変動計算書及び保険金等の支払能力の充実の状況に関する書面、保険会社である相互会社にあっては、事業報告書、附属明細書、社員総会又は総代会に関する事項等に関する書面、貸借対照表、損益計算書、キャッシュ・フロー計算書、剰余金処分又は損失処理に関する書面、基金等変動計算書、基金の償却に関する書面、基金利息の支払に関する書面及び保険金等の支払能力の充実の状況に関する書面に分けて、別紙様式第七号（特定取引勘定設置会社にあっては別紙様式第七号の二）により作成し、事業年度終了後四月以内に提出しなければならない。

(2) A business report as provided in Article 110, paragraph (1) of the Act must be submitted within four months from the end of the business year, in accordance with Appended Form No. 7 (or Appended Form No. 7-2, in the case of a company with specified transaction account), and categorized as follows: in the case of a stock company which is an insurance company, business report, supplementary schedule, a document concerning the matters related to the shareholders meeting, balance sheet, profit and loss statement, cash flow statement, interim statement of changes in shareholders' equity and a document disclosing the level of solvency in terms of ability to pay out insurance proceeds, etc.; or, in the case of a mutual company which is an insurance company, business report, supplementary schedule, a document

concerning the matters related to the general meeting or the member representatives meeting, balance sheet, profit and loss statement, cash flow statement, statement of disposition of surplus and treatment of loss, statement of changes in members' equity, documents concerning redemption of fund, document concerning payment of interest from fund and a document disclosing the level of solvency in terms of ability to pay out insurance proceeds, etc.

３　法第百十条第二項に規定する内閣府令で定める特殊の関係のある会社（以下この条及び第五十九条の三において「子会社等」という。）は、次に掲げる者とする。

(3) The companies having special relationship to be specified by Cabinet Office Order, as provided in Article 110, paragraph (2) of the Act (referred to below as "subsidiary company, etc. in this Article and in Article 59-3), are as follows:

一　当該保険会社の子法人等

(i) a subsidiary corporation, etc. of the insurance company; and

二　当該保険会社の関連法人等

(ii) an affiliated corporation, etc. of the insurance company.

４　法第百十条第二項に規定する中間業務報告書は、事業年度開始の日から当該事業年度の九月三十日までの間の保険会社及びその子会社等の業務及び財産の状況について、中間事業概況書、中間連結財務諸表及び保険金等の支払能力の充実の状況に関する書面に分けて、別紙様式第六号の三により作成し、当該期間終了後三月以内に提出しなければならない。

(4) An interim business report provided in Article 110, paragraph (2) of the Act must reflect the status of business and properties for the period between the day of commencement of the business year and September 30 of the relevant business year, and must be submitted within three months from the end of the relevant period, in accordance with Appended Form No. 6-3 and categorized into the interim business outline statement, interim consolidated financial statements and a document disclosing the level of solvency in terms of ability to pay out insurance proceeds, etc.

５　法第百十条第二項に規定する業務報告書は、事業概況書、連結財務諸表及び保険金等の支払能力の充実の状況に関する書面に分けて、別紙様式第七号の三により作成し、事業年度終了後四月以内に提出しなければならない。

(5) A business report provided in Article 110, paragraph (2) of the Act must be submitted within four months from the end of the business year, in accordance with Appended Form No. 7-3 and categorized into the business outline statement, the consolidated financial statements and a document disclosing the level of solvency in terms of ability to pay out insurance proceeds, etc.

６　保険会社は、やむを得ない理由により第一項、第二項、第四項又は第五項に規定する期間内に各項の中間業務報告書又は業務報告書の提出をすることができない場合には、あらかじめ金融庁長官の承認を受けて、当該提出を延期することができる。

(6) When, due to any inevitable grounds, an insurance company is unable to submit its interim business report or business report under paragraph (1), (2)

or (4) or (5) within the time limit respectively provided in those paragraphs, it may, with an approval from the Commissioner of the Financial Services Agency in advance, postpone the submission.

7　保険会社は、前項の規定による承認を受けようとするときは、承認申請書に理由書を添付して金融庁長官に提出しなければならない。

(7) If an insurance company seeks to obtain the approval under the preceding paragraph, it must submit to the Commissioner of the Financial Services Agency a written application for approval, attaching a written statement of reasons.

（業務及び財産の状況に関する説明書類に記載する事項等）

(Matters to Be Contained in Explanatory Document on Status of Business and Properties)

第五十九条の二　法第百十一条第一項に規定する内閣府令で定めるものは、次に掲げる事項とする。

Article 59-2 (1) The matters to be specified by Cabinet Office Order, as provided in Article 111, paragraph (1) of the Act, are as follows:

一　保険会社の概況及び組織に関する次に掲げる事項

(i) the following matters related to the overview and organization of the insurance company:

イ　経営の組織

(a) organizations for business management;

ロ　株式会社にあっては、持株数の多い順に十以上の株主に関する次に掲げる事項

(b) in the case of a stock company, the following matters related to ten or more shareholders in accordance with the descending order of the number of the shares held:

（１）　氏名（株主が法人その他の団体である場合には、その名称）

1. name (if the shareholder is a corporation or any other organization, the name of the organization);

（２）　各株主の持株数

2. the number of shares held by each of the shareholder;

（３）　発行済株式の総数に占める各株主の持株数の割合

3. the ratio of the number of shares held by each shareholder to the total number of the shares issued;

ハ　相互会社にあっては、基金拠出額の多い順に五以上の基金拠出者に関する次に掲げる事項

(c) in the case of a mutual company, the following matters related to five or more shareholders in accordance with the descending order of the amount of the funds contributed:

（１）　氏名（基金拠出者が法人その他の団体である場合には、その名称）

1. name (if the fund contributor is a corporation or any other organization,

the name of the organization);
（２） 各基金拠出者の基金拠出額
2. the amount of fund contributed by each of the fund contributors;
（３） 基金の総額に占める各基金拠出額の割合
3. the ratio of each of the amount of contribution to the total amount of the fund;
ニ 取締役及び監査役（監査等委員会設置会社にあっては取締役、指名委員会等設置会社にあっては取締役及び執行役）の氏名及び役職名
(d) the names and job titles of directors and company auditors (or directors, in the case of a company with audit and supervisory committee; or directors and executive officers, in the case of a company with nominating committee, etc.);
ホ 会計参与設置会社にあっては、会計参与の氏名又は名称
(e) the name of the accounting advisor, in the case of a company with accounting advisors;
ヘ 会計監査人の氏名又は名称
(f) the name of the financial auditor;
二 保険会社の主要な業務の内容（保険金信託業務を行う場合にあっては、当該保険金信託業務の内容を含む。）
(ii) the details of the principal business of the insurance company (if the insurance proceeds trust business is to be conducted, including the details of the insurance proceeds trust business);
三 保険会社の主要な業務に関する次に掲げる事項
(iii) the following matters related to the principal business of the insurance company:
イ 直近の事業年度における業務の概況
(a) the overview of the business for the most recent business year;
ロ 直近の五事業年度における主要な業務の状況を示す指標として次に掲げる事項（（１５）から（１９）までに掲げる事項については、保険金信託業務を行う場合に限る。）
(b) the following matters, which are the indicators of the status of principal business for the latest five business years (regarding the matters stated in 15. through 19., limited to the cases where the insurance proceeds trust business is to be conducted):
（１） 経常収益
1. ordinary profit;
（２） 経常利益又は経常損失
2. ordinary profit or ordinary loss;
（３） 当期純利益又は当期純損失（相互会社にあっては当期純剰余又は当期純損失）
3. net profit for the period or net loss for the period (or net surplus for the

period or net loss for the period, in the case of a mutual company);

（４）　資本金の額及び発行済株式の総数（相互会社にあっては、基金（法第五十六条の基金償却積立金を含む。）の総額）

4. the amount of stated capital, and the total amount of the shares issued (in the case of a mutual company, the amount of the funds (including reserve for Redemption of Fund as referred to in Article 56 of the Act));

（５）　純資産額（株式会社である損害保険会社に限る。）

5. amount of net assets (limited to the case of a non-insurance company which is a stock company);

（６）　総資産額及び特別勘定又は積立勘定として経理された資産額

6. total amount of assets; amount of assets posted on the special account or accumulation account;

（７）　責任準備金残高

7. outstanding amount of policy reserve;

（８）　貸付金残高

8. outstanding amount of loans;

（９）　有価証券残高

9. outstanding amount of securities;

（１０）　保険金等の支払能力の充実の状況を示す比率（法第百三十条の保険金等の支払能力の充実の状況が適当であるかどうかの基準（保険会社に係る同条各号に掲げる額を用いて定めたものに限る。）に係る計算式により得られる比率をいう。第八十六条第二項において同じ。）及び次条第一項第二号ロ（７）に規定する比率（保険会社及びその子会社等に係る法第百三十条各号に掲げる額が存在する場合であって、法第百十一条第二項に規定する説明書類を作成していない場合に限る。）

10. ratio indicating the level of solvency in terms of ability to pay out insurance proceeds, etc. (meaning a ratio derived from the formula related to the criteria regarding the appropriateness of the solvency margin for insurance proceeds, etc. as referred to in Article 130 of the Act (limited to those specified by using the amount stated in the items of the same Article related to the insurance company); the same applies in Article 86, paragraph (2)) and the ratio prescribed in paragraph (1), item (ii), (b), 7. of the following Article (limited to the case where the amount stated in the items of Article 130 of the Act related to the insurance company and its subsidiary company, etc. exists and the explanatory documents under Article 111, paragraph (2) of the Act has not been prepared);

（１１）　配当性向（株式会社である損害保険会社に限る。）

11. trends in dividends (limited to the case of a non-insurance company which is a stock company);

（１２）　相互会社にあっては、第三十条の四の規定により計算した額に占める

第三十条の五第一項第一号の社員配当準備金及び同項第二号の社員配当平衡積立金に積み立てる額の合計額の割合

12. in the case of a mutual company, the total of the following ratios: the members' dividend reserve referred to in Article 30-5, paragraph (1), item (i) to the amount calculated pursuant to the provisions of Article 30-4; and the amount to be reserved as the members' dividend equilibrium reserve under item (ii) of the same paragraph to the amount calculated pursuant to the provisions of Article 30-4;

（１３）　従業員数

13. the number of employees;

（１４）　保有契約高（損害保険会社にあっては、正味収入保険料の額）

14. the contracted amount (in the case of a non-life insurance company, the amount of the net insurance premiums);

（１５）　信託報酬

15. trust fees;

（１６）　信託勘定貸出金残高

16. outstanding amount of loans from trust account;

（１７）　信託勘定有価証券残高（（１８）に掲げる事項を除く。）

17. outstanding securities in trust account (excluding the matters stated in 18.);

（１８）　信託勘定電子記録移転有価証券表示権利等残高

18. outstanding balance of electronically recorded transferable rights to be indicated on securities, etc. in the trust account;

（１９）　信託財産額

19. amount of trust properties;

ハ　直近の二事業年度における業務の状況を示す指標等として別表に掲げる事項

(c) the following matters, which are the indicators of the status of business for the latest two business years;

ニ　責任準備金の残高として別表に掲げる事項

(d) the matters listed as the outstanding policy reserve in the Appended Form;

ホ　損害保険会社にあっては、直近の五事業年度における次に掲げる事項

(e) in the case of a non-life insurance company, the following matters in relation to the latest five business years:

（１）　当該事業年度の前事業年度に積み立てた支払備金から前事業年度以前に発生した保険事故に係る当該事業年度に計上した支払保険金及び当該事業年度に積み立てた支払備金の合計額を差し引いた金額（自動車損害賠償保障法第五条の自動車損害賠償責任保険の契約及び地震保険に関する法律第二条第二項に規定する地震保険契約に係るものを除く。）

1. the amount of payment reserve set aside in the business year immediately prior to the relevant business year, less total of the

insurance proceeds paid in relation to the insured event accrued before the preceding business year as posted for the relevant business year and the payment reserve set aside in the relevant business year (excluding the reserve under the contract for automobile damage liability insurance as provided in Article 5 of the Automobile Liability Security Act and the earthquake insurance contract as provided in Article 2, paragraph (2) of the Act on Earthquake Insurance);

（２）　保険事故発生年度別又は保険引受年度別の保険事故に係る直近事業年度までの各事業年度における支払備金及び累計支払保険金の合計額（平均支払期間が長い保険契約の種類に限る。）

2. the total of the payment reserve and accumulative insurance proceeds paid in each business year before the most recent business year, which is related to the insured events itemized by the business year in which the events occurred or by the business year in which the insurance is underwritten (limited to the type of insurance contract with long average payment term);

四　保険会社の運営に関する次に掲げる事項

(iv) the following matters related to the business operation of the insurance company:

イ　リスク管理の体制

(a) framework for risk management;

ロ　法令遵守の体制

(b) framework for compliance of laws and regulations;

ハ　法第百二十一条第一項第一号の確認（第三分野保険に係るものに限る。）の合理性及び妥当性

(c) rationality and adequacy of the confirmation referred to in Article 121, paragraph (1), item (i) of the Act (limited to the confirmation related to third-sector insurance);

ニ　生命保険会社にあっては、次に掲げる場合の区分に応じ、それぞれ次に定める事項

(d) for a life insurance company, in accordance with the following categories, the matters prescribed in the following:

（１）　指定生命保険業務紛争解決機関（法第百五条の二第一項第一号に規定する指定生命保険業務紛争解決機関をいう。ニにおいて同じ。）が存在する場合　当該生命保険会社が同号に定める生命保険業務に係る手続実施基本契約を締結する措置を講ずる当該手続実施基本契約の相手方である指定生命保険業務紛争解決機関の商号又は名称

1. in the case where there is a designated dispute resolution organization for life insurance business (meaning the designated dispute resolution organization for life insurance business provided in Article 105-2, paragraph (1), item (i) of the Act; the same applies in (d)), a trade

name or name of the designated dispute resolution organization for life insurance business, which is a party to a basic contract for implementation of dispute resolution procedures for the life insurance business to be concluded by the life insurance company as the measure under Article 105-2, paragraph (1), item (i) of the Act;

（２） 指定生命保険業務紛争解決機関が存在しない場合　当該生命保険会社の法第百五条の二第一項第二号に定める生命保険業務に関する苦情処理措置及び紛争解決措置の内容

2. in the case where there is not a designated dispute resolution organization for life insurance business, the content of the complaint processing measures and dispute resolution measures concerning the life insurance business of the life insurance company under Article 105-2, paragraph (1), item (ii) of the Act;

ホ　損害保険会社にあっては、次に掲げる場合の区分に応じ、それぞれ次に定める事項

(e) for a non-life insurance company, in accordance with the following categories, the matters specified in the following:

（１） 指定損害保険業務紛争解決機関（法第百五条の三第一項第一号に規定する指定損害保険業務紛争解決機関をいう。ホにおいて同じ。）が存在する場合　当該損害保険会社が同号に定める損害保険業務に係る手続実施基本契約を締結する措置を講ずる当該手続実施基本契約の相手方である指定損害保険業務紛争解決機関の商号又は名称

1. in the case where there is a designated dispute resolution organization for non-life insurance business (meaning the designated dispute resolution organization for non-life insurance business provided in Article 105-3, paragraph (1), item (i) of the Act; the same applies in (e)), a trade name or name of the designated dispute resolution organization for non-life insurance business, which is a party to a basic contract for implementation of dispute resolution procedures for the non-life insurance business to be concluded by the non-life insurance company as the measure under Article 105-3, paragraph (1), item (i) of the Act;

（２） 指定損害保険業務紛争解決機関が存在しない場合　当該損害保険会社の法第百五条の三第一項第二号に定める損害保険業務に関する苦情処理措置及び紛争解決措置の内容

2. in the case where there is not a designated dispute resolution organization for non-life insurance business, the content of the complaint processing measures and dispute resolution measures related to the non-life insurance business of the non-life insurance company under Article 105-3, paragraph (1), item (ii) of the Act;

五　保険会社の直近の二事業年度における財産の状況に関する次に掲げる事項（ハに

掲げる事項については、保険金信託業務を行う場合に限る。）
(v) the following matters related to the status of properties of the insurance company for the most recent business years (regarding the matter stated in (c), limited to the case where the insurance proceeds trust business is to be conducted):

イ　貸借対照表、損益計算書、キャッシュ・フロー計算書（連結財務諸表を作成しない場合に限る。）及び株主資本等変動計算書（相互会社にあっては剰余金処分又は損失処理に関する書面及び基金等変動計算書）

(a) a balance sheet, profit and loss statement, cash flow statement (limited to the case where the consolidated financial statements are not prepared) and a statement of change in shareholders' equity, etc. (in the case of a mutual company, a document on appropriation of surplus and disposition of loss and a statement of change in funds, etc.);

ロ　保険会社の有する債権（その価額が別紙様式第七号又は第十二号中の貸借対照表の社債（当該社債を有する保険会社がその元本の償還及び利息の支払の全部又は一部について保証しているものであって、当該社債の発行が金融商品取引法第二条第三項に規定する有価証券の私募によるものに限る。次条第一項第三号ロ、第二百十条の十の二第一項第四号ロ及び第二百十一条の八十二第一項第四号ロにおいて同じ。）、貸付金、その他資産中の未収利息及び仮払金並びに支払承諾見返の各勘定に計上されるもの並びに貸借対照表に注記される有価証券の貸付けをいう。ハにおいて同じ。）のうち次に掲げるものの額及び（１）から（４）までに掲げるものの合計額

(b) regarding the claims held by an insurance company (meaning the claims the value of which are to be posted on each of the accounts for corporate bonds (limited to the corporate bonds for which redemption of principal or payment of interests, wholly or partly, are guaranteed by the insurance company which owns the corporate bonds, and issuance of which is implemented through private placement of securities provided in Article 2, paragraph (3) of the Financial Instruments and Exchange Act; the same applies in Article 59-3, paragraph (1), item (iii), (b), Article 210-10-2, paragraph (1), item (iv), (b) and Article 211-82, paragraph (1), item (iv), (b)), loan, outstanding interest, temporary payment and consideration for acceptance of payment as listed in the balance sheet referred to in Appended Form No. 7 or No. 12, and also including the loan of securities for which the notes are to be added in the balance sheet; the same applies in (c)), the amount of the following claims, and the total of the amounts stated in the following 1. through 4.;

（１）　破産更生債権及びこれらに準ずる債権（破産手続開始、更生手続開始又は再生手続開始の申立て等の事由により経営破綻に陥っている債務者に対する債権及びこれらに準ずる債権をいう。以下同じ。）

1. claims subject to bankruptcy proceeding and reorganization proceedings

and any other equivalent type of claims (meaning the claims held against debtors with failed business status due to the grounds such as commencement of bankruptcy proceedings, commencement of reorganization proceedings, or commencement of rehabilitation proceedings, and any other equivalent type of claims; the same applies below);

（２）　危険債権（債務者が経営破綻の状態には至っていないが、財政状態及び経営成績が悪化し、契約に従った債権の元本の回収及び利息の受取りができない可能性の高い債権（（１）に掲げるものを除く。）をいう。以下同じ。）

2. claims with risks (meaning the claims whose debtor is not yet in the status of failure in business although the debtor's financial status and business performance are worsening, and for which it is highly likely that the collection of principal or receipt of interest in accordance with the contract is impossible (excluding the claims stated in 1.); the same applies below);

（３）　三月以上延滞債権（元本又は利息の支払が約定支払日の翌日から三月以上遅延している貸付金（（１）及び（２）に掲げる貸付金に該当するものを除く。）をいう。以下同じ。）

3. three-month delinquent claim (meaning the loan (excluding the loans stated in 1. and 2.) for which the payment of the principal and interest is delinquent for three month or more from the day immediately after the contracted due date; the same applies below);

（４）　貸付条件緩和債権（債務者の経営再建又は支援を図ることを目的として、金利の減免、利息の支払猶予、元本の返済猶予、債権放棄その他の債務者に有利となる取決めを行った貸付金（（１）から（３）までに掲げる貸付金に該当するものを除く。）をいう。以下同じ。）

4. claims with relaxed terms (meaning the loan (excluding the loans stated in 1. through 3.) for which an arrangement favorable for the debtor has been made, such as reduction or exemption of interests, granting of grace period for payment of interest, granting of grace period for payment of principal, waiver of claims, etc., for the purpose of the reconstruction of, or support to, the management of the debtor);

（５）　正常債権（債務者の財政状態及び経営成績に特に問題がないものとして、（１）から（４）までに掲げる債権以外のものに区分される債権をいう。以下同じ。）

5. ordinary claims (meaning the loan categorized as the claim other than those stated in 1. through 4., whose debtors are not found to be problematic in terms of the financial status and business performance; the same applies below);

ハ　元本補塡契約のある信託（信託財産の運用のため再信託された信託を含む。）

に係る債権のうち破産更生債権及びこれらに準ずる債権、危険債権、三月以上延滞債権並びに貸出条件緩和債権に該当するものの額並びにこれらの合計額並びに正常債権に該当するものの額

(c) the amount of claims relating to the trust with an option for compensation of principal (including a trust re-entrusted for the purpose of investment of the trust properties), which falls under the claims subject to bankruptcy proceeding and reorganization proceedings and any other equivalent type of claims or claims with risks, three-month delinquent claims and claims with relaxed terms; and the total of these amounts, and the amount of ordinary claims;

ニ　保険金等の支払能力の充実の状況（保険会社に係る法第百三十条各号に掲げる額を用いて定めたものに限り、当該各号に掲げる額に係る細目として別表に掲げる額並びに第八十七条第二号の二に規定する額の算出方法及びその計算の基礎となる係数を含む。）及び次条第一項第三号ハに規定する保険金等の支払能力の充実の状況（保険会社及びその子会社等に係る法第百三十条各号に掲げる額が存在する場合であって、法第百十一条第二項に規定する説明書類を作成していない場合に限る。）

(d) the level of solvency in terms of ability to pay out insurance proceeds, etc. (limited to those specified by using the amount stated in the items of Article 130 of the Act; including the amounts stated in the Appended Form as the details on the amount stated in those items; and also including the calculation formula of the amount provided in Article 87, item (ii)-2 and the coefficient serving the basis of that calculation) and the level of solvency in terms of ability to pay out insurance proceeds, etc. as prescribed in paragraph (1), item (iii), (c) of the following Article (limited to the case where the amount stated in the items of Article 130 of the Act on the insurance company and its subsidiary company, etc. exists and the explanatory documents provided in Article 111, paragraph (2) of the Act has not been prepared);

ホ　次に掲げるものに関する取得価額又は契約価額、時価及び評価損益

(e) the acquisition value, contracted value, market value and loss or gain on valuation, in relation to the following:

（１）　有価証券

1. securities;

（２）　金銭の信託

2. monetary trust;

（３）　デリバティブ取引（有価証券関連デリバティブ取引に該当するものを除く。）

3. transactions of derivatives (excluding the transactions which fall under the transactions of securities-related derivatives);

（４）　法第九十八条第一項第八号に規定する金融等デリバティブ取引

4. financial derivatives transactions provided in Article 98, paragraph (1), item (viii) of the Act;

（５）　先物外国為替取引

5. foreign exchange futures transactions;

（６）　有価証券関連デリバティブ取引（（７）に掲げるものを除く。）

6. transactions of securities-related derivatives (excluding the transaction stated in 7.);

（７）　金融商品取引法第二十八条第八項第三号イ若しくは第四号イに掲げる取引又は外国金融商品市場における同項第三号イに掲げる取引と類似の取引（国債証券等及び同法第二条第一項第十七号に掲げる有価証券のうち同項第一号の性質を有するものに係るものに限る。）

7. the transaction stated in Article 28, paragraph (8), item (iii), (a) and item (iv), (a) of the Financial Instruments and Exchange Act; or a transaction on a foreign financial instruments exchange which is similar to the transaction stated in item (iii), (a) of the same paragraph (limited to the government bond securities, etc. and securities specified in Article 2, paragraph (1), item (xvii) of that Act, which has the nature referred to in item (i) of the same paragraph);

ヘ　貸倒引当金の期末残高及び期中の増減額

(f) the balance of loan-loss reserve as of the end of the business year, and the amount of increase and decrease during the business year;

ト　貸付金償却の額

(g) the amount of loan depreciation;

チ　法第百十一条第一項の規定により公衆の縦覧に供する書類について会社法（相互会社にあっては、法）による会計監査人の監査を受けている場合にはその旨

(h) if the documents to be made available for public inspection pursuant to the provisions of Article 111, paragraph (1) of the Act have been audited by the financial auditor under the Companies Act (or under the Insurance Business Act, in the case of a mutual company), the relevant fact;

リ　貸借対照表、損益計算書及び株主資本等変動計算書（相互会社にあっては、剰余金処分計算書又は損失処理計算書及び基金等変動計算書）について金融商品取引法第百九十三条の二の規定に基づき公認会計士又は監査法人の監査証明を受けている場合にはその旨

(i) if, in connection with the balance sheet, profit and loss statement and statement of change in shareholders' equity (in the case of a mutual company, a statement of appropriation of surplus or a statement of disposition of loss, and a statement of change in funds, etc.), an audit certificate of the certified public accountant or an audit firm has been issued pursuant to the provisions of Article 193-2 of the Financial Instruments and Exchange Act, the relevant fact;

六　事業年度の末日において、当該保険会社が将来にわたって事業活動を継続すると

の前提に重要な疑義を生じさせるような事象又は状況その他当該保険会社の経営に重要な影響を及ぼす事象（以下この号及び次条第一項第四号において「重要事象等」という。）が存在する場合には、その旨及びその内容、当該重要事象等についての分析及び検討内容並びに当該重要事象等を解消し、又は改善するための対応策の具体的内容

(vi) if, as of the last day of the business year, there exists any event which give rise to any material doubt as to the precondition that the insurance company will continue its business activities in the future or any other event which may give material impact on business management of the insurance company (referred to below as "material event, etc." in this item and paragraph (1), item (iv) of the following Article), the relevant fact and its details, analysis of that material event, etc., and the details of the measures to be taken in order to eliminate or improve that material event, etc.

２　法第百十一条第一項に規定する内閣府令で定める場所は、保険会社の営業所又は事務所（本店又は主たる事務所、支店又は従たる事務所及び外国に所在する営業所又は事務所を除く。）とする。

(2) The places to be specified by Cabinet Office Order, as provided in Article 111, paragraph (1) of the Act, are the business office or other office (excluding the head office or principal office, branch office or secondary office, and the business offices or offices located in foreign states) of the insurance company.

第五十九条の三　法第百十一条第二項に規定する内閣府令で定めるものは、次に掲げる事項とする。

Article 59-3 (1) The company to be specified by Cabinet Office Order, as provided in Article 111, paragraph (2) of the Act, is as follows:

一　保険会社及びその子会社等（法第百十一条第二項に規定する説明書類の内容に重要な影響を与えない子会社等を除く。以下この条において同じ。）の概況に関する次に掲げる事項

(i) the following matters related to the overview of the insurance company and its subsidiary company, etc. (excluding the subsidiary company, etc. which would not give material impact on the details of the explanatory documents provided in Article 111, paragraph (2) of the Act; the same applies below in this Article):

イ　保険会社及びその子会社等の主要な事業の内容及び組織の構成

(a) the details of the principal business of the insurance company and its subsidiary company, etc., and their organizational framework;

ロ　保険会社の子会社等に関する次に掲げる事項

(b) the following matters related to subsidiary company, etc. of the insurance company:

（１）　名称

1. the name;

（２） 主たる営業所又は事務所の所在地

2. the location of the principal business office of other principal office;

（３） 資本金又は出資金の額

3. the amount of stated capital or funds;

（４） 事業の内容

4. the business details;

（５） 設立年月日

5. the date of incorporation;

（６） 保険会社が保有する子会社等の議決権の総株主又は総出資者の議決権に占める割合

6. the ratio of the voting rights in the subsidiary company, etc. held by the insurance company to the voting rights of all shareholders or equity holders;

（７） 保険会社の一の子会社等以外の子会社等が保有する当該一の子会社等の議決権の総株主又は総出資者の議決権に占める割合

7. the ratio of the voting rights in a single subsidiary company, etc. of the insurance company held by the other subsidiary company, etc. to the voting rights of all shareholders or equity holders;

二 保険会社及びその子会社等の主要な業務に関する事項として次に掲げるもの

(ii) the following matters related to principal business of the insurance company and its subsidiary company, etc.:

イ 直近の事業年度における事業の概況

(a) outline of the business for the most recent business year;

ロ 直近の五連結会計年度（連結財務諸表の作成に係る期間をいう。以下同じ。）における主要な業務の状況を示す指標として次に掲げる事項

(b) the following matters, which are the indicators of the status of principal business for the latest five consolidated financial years (meaning the period related to the preparation of consolidated financial statements; the same applies below):

（１） 経常収益又はこれに相当するもの

1. ordinary profit or any equivalent items;

（２） 経常利益若しくは経常損失又はこれに相当するもの

2. ordinary profit or ordinary loss, or any equivalent items;

（３） 親会社株主に帰属する当期純利益又は親会社株主に帰属する当期純損失（保険会社が相互会社である場合には、親会社に帰属する当期純剰余又は親会社に帰属する当期純損失）

3. net profit belonging to the shareholders of the parent company for the period or net loss belonging to the shareholders of the parent company for the period (or net surplus belonging to the parent company for the period or net loss belonging to the parent company for the period, if the insurance company is a mutual company);

（４）　包括利益

4. comprehensive income;

（５）　純資産額（保険会社が株式会社である損害保険会社の場合に限る。）

5. amount of net assets (limited to the case where the insurance company is a non-insurance company which is a stock company);

（６）　総資産額

6. total amount of assets;

（７）　保険金等の支払能力の充実の状況を示す比率

7. ratio indicating the level of solvency in terms of ability to pay out insurance proceeds, etc.;

三　保険会社及びその子会社等の直近の二連結会計年度における財産の状況に関する次に掲げる事項

(iii) the following matters related to the status of properties of insurance company and its subsidiary company, etc. for the latest two consolidated financial years:

イ　連結貸借対照表、連結損益計算書、連結キャッシュ・フロー計算書及び連結株主資本等変動計算書（関連する注記を含む。以下同じ。）（保険会社が相互会社である場合には、連結基金等変動計算書）（これらに類する事項を含む。）

(a) a consolidated balance sheet, consolidated profit and loss statement, consolidated cash flow statement and a consolidated statement of change in shareholders' equity, etc. (including the relevant notes; the same applies below) (if the insurance company is a mutual company, a consolidated statement of change in members' equity) (including the matters similar to these);

ロ　保険会社及びその子会社等の有する債権（その価額が別紙様式第七号の三中の連結貸借対照表の有価証券中の社債、貸付金、その他資産中の未収利息及び仮払金並びに支払承諾見返の各勘定に計上されるもの並びに有価証券の貸付けをいう。）のうち次に掲げるものの額及び（１）から（４）までに掲げるものの合計額

(b) regarding the claims held by an insurance company and its subsidiary company, etc. (meaning the claims the value of which are to be posted on each of the accounts for corporate bonds, loan, outstanding interest, temporary payment and consideration for acceptance of payment as listed in the consolidated balance sheet referred to in Appended Form No. 7-3, and also including the loan of securities), the amount of the following claims, and the total of the amounts stated in the following 1. through 4.;

（１）　破産更生債権及びこれらに準ずる債権

1. claims subject to bankruptcy proceeding and reorganization proceedings and any other equivalent type of claims;

（２）　危険債権

2. claims with risks;

（３）　三月以上延滞債権

3. three-month delinquent claims;

（４）　貸付条件緩和債権

4. claims with relaxed terms;

（５）　正常債権

5. ordinary claims;

ハ　保険金等の支払能力の充実の状況（保険会社及びその子会社等に係る法第百三十条各号に掲げる額を用いて定めたものに限り、当該各号に掲げる額に係る細目として別表に掲げる額を含む。）及び保険会社の子会社等である保険会社等の保険金等の支払能力の充実の状況（同条各号（法第二百七十二条の二十八において準用する場合を含む。）に掲げる額を含む。）

(c) the level of solvency in terms of ability to pay out insurance proceeds, etc. (limited to those specified by using the amount stated in the items of Article 130 of the Act; including the amounts stated in the Appended Form as the details on the amount stated in those items) and the level of solvency in terms of ability to pay out insurance proceeds, etc. by an insurance company, etc. which is the subsidiary company, etc. of the insurance company (including the amount stated in the items of the same Article (including as applied mutatis mutandis pursuant to Article 272-28 of the Act));

ニ　連結財務諸表規則第十五条の二第一項に規定するセグメント情報又はこれに相当するもの

(d) segment information prescribed in Article 15-2, paragraph (1) of the Regulations on Consolidated Financial Statement or any equivalent information;

ホ　保険会社が連結貸借対照表、連結損益計算書及び連結株主資本等変動計算書（保険会社が相互会社である場合には、連結基金等変動計算書）（これらに類する事項を含む。）について金融商品取引法第百九十三条の二の規定に基づき公認会計士又は監査法人の監査証明を受けている場合には、その旨

(e) if, in connection with the balance sheet, profit and loss statement and statement of change in shareholders' equity (in the case of a mutual company, a statement of appropriation of surplus of a statement of disposition of loss, and a statement of change in funds, etc.) (including the matters similar to these), the insurance company has obtained an audit certificate of the certified public accountant or an audit firm pursuant to the provisions of Article 193-2 of the Financial Instruments and Exchange Act, the relevant fact;

四　事業年度の末日において、重要事象等が存在する場合には、その旨及びその内容、当該重要事象等についての分析及び検討内容並びに当該重要事象等を解消し、又は改善するための対応策の具体的内容

(iv) if, as of the last day of the business year, there exists any material event, etc., the relevant fact and its details, analysis of that material event, etc., and the details of the measures to be taken in order to eliminate or improve that material event, etc.;

五　特例企業会計基準等適用法人等にあっては、その採用する企業会計の基準

(v) in the case of a corporation, etc. subject to special business accounting standards, etc., the business accounting standards adopted by it.

２　法第百十一条第二項に規定する内閣府令で定める場所は、前条第二項に規定する場所とする。

(2) The places to be specified by Cabinet Office Order, as provided in Article 111, paragraph (2) of the Act, are the places provided in paragraph (2) of the preceding Article.

第五十九条の四　法第百十一条第一項及び第二項の規定により作成した説明書類は、当該保険会社の事業年度経過後四月以内にその縦覧を開始し、説明書類ごとに、当該事業年度の翌事業年度に係るそれぞれの説明書類の縦覧を開始するまでの間、公衆の縦覧に供しなければならない。

Article 59-4 (1) The explanatory documents prepared pursuant to the provisions of Article 111, paragraphs (1) and (2) of the Act must be made available for public inspection within four months from the end of the business year of the insurance company, and must be maintained accessible for the period before the commencement of public inspection of each of the explanatory documents for the business year immediately before the relevant business year.

２　保険会社は、やむを得ない理由により前項に規定する期間までに説明書類の縦覧を開始することができない場合には、あらかじめ金融庁長官の承認を受けて、当該縦覧の開始を延期することができる。

(2) If, due to any compelling reasons, an insurance company is unable to make available for public inspection the explanatory documents by the period provided in the preceding paragraph, it may, with an approval from the Commissioner of the Financial Services Agency in advance, postpone the commencement of the public inspection.

３　保険会社は、前項の規定による承認を受けようとするときは、承認申請書に理由書を添付して金融庁長官に提出しなければならない。

(3) If an insurance company seeks to obtain the approval under the preceding paragraph, it must submit to the Commissioner of the Financial Services Agency a written application for approval, attaching a written statement of reasons.

４　金融庁長官は、前項の規定による承認の申請があったときは、当該申請をした保険会社が第一項の規定による縦覧の開始を延期をすることについてやむを得ない理由があるかどうかを審査するものとする。

(4) If the application for approval under the preceding paragraph has been filed, the Commissioner of the Financial Services Agency is to examine whether the

insurance company which has filed the application has any compelling reason for postponing the commencement of the public inspection under paragraph (1).

第五十九条の五　法第百十一条第四項に規定する内閣府令で定める場所は、第五十九条の二第二項に規定する場所とする。

Article 59-5 The places to be specified by Cabinet Office Order, as provided in Article 111, paragraph (4) of the Act, are the places provided in Article 59-2, paragraph (2).

第五十九条の六　保険会社は、四半期ごとに、法第百十一条第六項に規定する保険契約者その他の顧客が当該保険会社及びその子会社等の業務及び財産の状況を知るために参考となるべき事項のうち特に重要なもの（金融庁長官が別に定める事項を含む。）の開示に努めなければならない。

Article 59-6 An insurance company must, for each quarter, make an effort to disclose the matters which would serve as reference information for policyholders provided in Article 111, paragraph (6) and any other customers so that they may acquire knowledge on the status of business and properties of the insurance company and its subsidiary company, etc. which are especially important (including the matters to be separately designated by the Commissioner of the Financial Services Agency)

（市場価格のある株式の評価益計上に関する認可の申請等）

(Application for Authorization of Recording of Gain on Assessment of Shares with Market Price)

第六十条　保険会社は、法第百十二条第一項の規定による認可を受けようとするときは、認可申請書に次に掲げる書類を添付して金融庁長官に提出しなければならない。

Article 60 (1) If an insurance company seeks to obtain an authorization under Article 112, paragraph (1) of the Act, it must submit to the Commissioner of the Financial Services Agency the written application for authorization, attaching the following documents:

一　評価換えをしようとする株式の銘柄、数量、取得価額、時価及び評価価額を記載した書面

(i) the issues, quantities, acquisition value, market price and assessment value of the shares to be revaluated;

二　評価換えによって計上する利益の金額を記載した書面

(ii) the document specifying the amount of profit to be recorded upon the revaluation;

三　次条に規定する準備金であって、評価換えによって計上する利益を積み立てるものの名称及び積み立てる金額を記載した書面

(iii) a document specifying the reserves provided in the following Article, for which the profit recorded upon the revaluation is to be reserved, as well as the amount to be reserved; and

四　その他参考となるべき事項を記載した書類

(iv) a document containing any other matters which would serve as reference information.

２　金融庁長官は、前項の規定による認可の申請があったときは、当該認可の申請をした保険会社（以下この項において「申請保険会社」という。）の業務又は財産の状況等に照らし、申請保険会社が、市場価格のある株式の評価換えにより計上した利益によって、次条各号に掲げる準備金を積み立てることが、保険契約者等の利益の確保又は増進に資するものであるかどうかを審査するものとする。

(2) When the application for authorization under the preceding paragraph is filed, the Commissioner of the Financial Services Agency is to examine whether the reserve by the insurance company which has filed an application for the authorization (referred to below as the "applicant insurance company" in this paragraph) of the amount specified in the items of the following Article based upon the profits recorded by revaluation of shares with market price would facilitate assurance and improvement of profit of policyholders, etc.

（市場価格のある株式の評価益の積立て）

(Reserve of Gain on Valuation of Shares with Market Price)

第六十一条　法第百十二条第二項に規定する内閣府令で定める準備金は、次に掲げるものとする。

Article 61 The reserves to be specified by Cabinet Office Order, as provided in Article 112, paragraph (2) of the Act, are as follows:

一　生命保険株式会社（法第三条第四項の生命保険業免許を受けた保険会社である株式会社をいう。第六十四条第一項において同じ。）にあっては、責任準備金又は第六十四条第一項の契約者配当準備金

(i) in the case of a life insurance stock company (meaning a stock company which is an insurance company with a life insurance license under Article 3, paragraph (4) of the Act; the same applies in Article 64, paragraph (1)), the policy reserve, or policy dividend reserve as referred to in Article 64, paragraph (1);

二　損害保険株式会社（法第三条第五項の損害保険業免許を受けた保険会社である株式会社をいう。第六十三条において同じ。）にあっては、責任準備金

(ii) in the case of a non-life insurance stock company (meaning a stock company which is a non-life insurance company with a non-life insurance license under Article 3, paragraph (5) of the Act; the same applies in Article 63), the policy reserve; and

三　相互会社にあっては、責任準備金又は第三十条の五第一項第一号の社員配当準備金

(iii) in the case of a mutual company, the policy reserve, or the members' dividend reserve under Article 30-5, paragraph (1), item (i).

（創立費の償却）
(Depreciation of Incorporation Expenses)
第六十一条の二　法第百十三条に規定する内閣府令で定める金額は、次に掲げるものとする。
Article 61-2 The amount to be specified by Cabinet Office Order, as provided in Article 113 of the Act, is as follows:
一　会社法第二十八条第三号（定款の記載又は記録事項）の報酬その他の特別の利益及び同条第四号の設立に関する費用（定款の認証の手数料及び会社法施行規則第五条各号に掲げるものを含む。）（相互会社にあっては、法第二十四条第一項第二号の報酬その他の特別の利益及び同項第三号の設立に関する費用（定款の認証の手数料及び第二十条各号に掲げるものを含む。））として支出した金額
(i) the amount disbursed as the remuneration and other special benefit under Article 28, item (iii) (Information Specified or Recorded in the Articles of Incorporation) of the Companies Act or incorporation expenses as referred to in item (iv) of the same Article (including the authentication fee for articles of incorporation and the expenses stated in the items of Article 5 of the Regulations for Enforcement of the Companies Act) (in the case of a mutual company, including the remuneration and other special benefit under Article 24, paragraph (1), item (ii) of the Act and incorporation expenses stated in item (iii) of the same paragraph (including the authentication fee for articles of incorporation and the expenses stated in the items of Article 20)); and
二　開業準備のために支出した金額
(ii) the amount disbursed for preparation of starting business.

（契約者配当の計算方法）
(Method of Calculation of Policy Dividends)
第六十二条　保険会社である株式会社が契約者配当を行う場合には、保険契約の特性に応じて設定した区分ごとに、契約者配当の対象となる金額を計算し、次の各号に掲げるいずれかの方法により、又はそれらの方法の併用により行わなければならない。
Article 62 When a stock company which is an insurance company distributes policy dividends, it must calculate the amount to be distributed as policy dividends in accordance with the types categories by the distinctive natures of the insurance contracts, and must implement the distribution by one or more of the methods stated in the following items:
一　保険契約者が支払った保険料及び保険料として収受した金銭を運用することによって得られる収益から、保険金、返戻金その他の給付金の支払、事業費の支出その他の費用等を控除した金額に応じて分配する方法
(i) method to distribute the amount based on the proceeds of investment of insurance premiums paid by the policyholders or money received as insurance premiums, less the amount of insurance proceeds, refund or any

other benefit, expenditure of operating expenses and any other costs;
二　契約者配当の対象となる金額をその発生の原因ごとに把握し、それぞれ各保険契約の責任準備金、保険金その他の基準となる金額に応じて計算し、その合計額を分配する方法
(ii) method to recognize the amount to be distributed as policy dividends based on the insurance period, etc. and to distribute the amount calculated in accordance with the policy reserve, insurance premiums or any other base amount which relates to each insurance contract;
三　契約者配当の対象となる金額を保険期間等により把握し、各保険契約の責任準備金その他の基準となる金額に応じて計算した金額を分配する方法
(iii) method to recognize the amount to be distributed as policy dividends based on the insurance period, etc. and to distribute the amount calculated in accordance with the policy reserve, insurance premiums or any other base amount which relates to each insurance contract; or
四　その他前三号に掲げる方法に準ずる方法
(iv) any other method equivalent to the methods stated in the preceding three items.

（積立勘定の設置）
(Establishment of Accumulation Account)
第六十三条　第三十条の三の規定は、保険会社である株式会社について準用する。この場合において、同条第一項中「剰余金の分配をする」とあるのは、「契約者配当を行う」と読み替えるものとする。
Article 63 The provisions of Article 30-3 apply mutatis mutandis to a stock company which is an insurance company. In this case, the term "distribute the surplus" in paragraph (1) of the same Article is deemed to be replaced with "distribute the policy dividends".

（契約者配当準備金）
(Policy Dividend Reserve)
第六十四条　保険会社である株式会社が契約者配当に充てるため積み立てる準備金は、契約者配当準備金とする。
Article 64 (1) The reserve to be set aside by the stock company which is an insurance company for the purpose of allocation to the policy dividend is the policy dividend reserve.
２　生命保険株式会社は、前項の契約者配当準備金に、次に掲げるものの合計額を超えて繰り入れてはならない。
(2) A life insurance stock company may not transfer to the policy dividend reserve under the preceding paragraph the amount in excess of the total of the following amount:
一　積立配当（契約者に分配された配当で利息を付して積み立てているものをい

う。）の額
(i) the amount of reserved dividend (meaning the dividend distributed to policyholders, which are reserved with interests);
二　未払配当（契約者に分配された配当で支払われていないもののうち、前号に規定する積立配当以外のものをいう。）の額（決算期においては、翌期に分配する予定の配当の額を含む。）
(ii) the amount of unpaid dividend (meaning the unpaid dividends distributed to policyholders, which exclude the reserved dividend as provided in the preceding item) (in the case of the accounting period, including the amounts scheduled to be distributed in the following period);
三　全件消滅時配当（保険契約のすべてが消滅したと仮定して計算した当該保険契約の消滅時に支払う配当をいう。）の額
(iii) the amount of dividend payable on expiry (meaning the dividend payable at the time of expiry of the insurance contract, calculated based on the presumption that all insurance contracts have expired); and
四　その他前三号に掲げるものに準ずるものとして法第四条第二項第四号に掲げる書類において定める方法により計算した額
(iv) any other amount calculated in accordance with the formula designated in the document stated in Article 4, paragraph (2), item (iv) of the Act as the amount equivalent to those stated in the preceding three items.

（価格変動準備金対象資産）
(Assets Covered by Price Fluctuation Reserve)
第六十五条　法第百十五条第一項に規定する内閣府令で定める資産は、次に掲げる資産とする。ただし、特別勘定に属する財産、法第九十九条第一項に掲げる業務に係る資産及び特定取引勘定に属する財産は含まないものとする。
Article 65 The assets to be specified by Cabinet Office Order, as provided in Article 115, paragraph (1) of the Act, are as follows; provided, however, that the assets belonging to the special account, assets related to the business stated in Article 99, paragraph (1) of the Act and properties belonging to the special transaction account are not to be included:
一　国内の法人の発行する株式その他の金融庁長官が定める資産
(i) shares issued by a domestic corporation, and any other assets to be specified by the Commissioner of the Financial Services Agency;
二　外国の法人の発行する株式その他の金融庁長官が定める資産
(ii) shares issued by a foreign corporation, and any other assets to be specified by the Commissioner of the Financial Services Agency;
三　邦貨建の債券その他の金融庁長官が定める資産（ただし、財務諸表等規則第八条第二十一項に規定するものは除くことができる。）
(iii) yen-denominated bond certificates and any other assets to be specified by the Commissioner of the Financial Services Agency (provided, however, that

the assets provided in Article 8, paragraph (21) of the Regulations on Financial Statements may be excluded);

四　外貨建の債券、預金、貸付金等外国為替相場の変動による損失が生じ得る資産その他の金融庁長官が定める資産

(iv) assets which may give rise to losses from the fluctuation in the quotes in foreign exchange, such as bond certificates, deposit and loans denominated in foreign currencies; and

五　金地金

(v) gold bullion.

（価格変動準備金の計算）

(Calculation of Price Fluctuation Reserve)

第六十六条　保険会社は、毎決算期において保有する資産をそれぞれ次の表の上欄に掲げる資産に区分して、それぞれの資産の帳簿価額に同表の積立基準の欄に掲げる率を乗じて計算した金額の合計額以上を当該価格変動準備金として積み立てなければならない。この場合において、当該価格変動準備金の限度額は、毎決算期において保有する資産をそれぞれ同表の上欄に掲げる資産に区分してそれぞれの資産の帳簿価額に同表の積立限度の欄に掲げる率を乗じて計算した金額の合計額とする。

Article 66 An insurance company must reserve the amount not less than the total of the amount obtained, after itemizing the assets held as of the account closing period by the assets respectively listed in the left column of the following table, by multiplying the book value of each asset by the ratio listed in the column of the reserve threshold as specified in the same table as the price fluctuation reserve specified in Article 115, paragraph (1) of the Act. In this case, the maximum amount of the price fluctuation reserve is the total of the amount obtained, after itemizing the assets held as of the time of account closing period by the assets respectively listed in the left column of that table, by multiplying the book value of each asset by the ratio listed in the column of the maximum limit of reserve as specified in the same table.

対象資産 Covered Assets	積立基準 Reserve Threshold	積立限度 Maximum Limit of Reserve
第六十五条第一号に掲げる資産 Assets stated in Article 65, item (i)	千分の一・五 0.0015	千分の百 0.1
第六十五条第二号に掲げる資産 Assets stated in Article 65, item (ii)	千分の一・五 0.0015	千分の七十五 0.075

第六十五条第三号に掲げる資産 Assets stated in Article 65, item (iii)	千分の〇・二 0.0002	千分の十 0.01
第六十五条第四号に掲げる資産 Assets stated in Article 65, item (iv)	千分の一 0.001	千分の五十 0.05
第六十五条第五号に掲げる資産 Assets stated in Article 65, item (v)	千分の三 0.003	千分の百二十五 0.125

（価格変動準備金の不積立て等に関する認可の申請等）

(Application for Authorization of Exemption from Reserving Price Fluctuation Reserve)

第六十七条　保険会社は、法第百十五条第一項ただし書又は同条第二項ただし書の規定による認可を受けようとするときは、認可申請書に計算書類（法第十三条の規定により読み替えて適用する会社法第四百三十五条第二項（計算書類等の作成及び保存）又は法第五十四条の三第二項に規定する計算書類をいう。第八十二条及び第八十五条において同じ。）又はこれに準ずる書類を添付して金融庁長官に提出しなければならない。

Article 67 (1) If an insurance company seeks to obtain an authorization under the proviso to Article 115, paragraph (1) or the proviso to paragraph (2) of the same Article, it must submit to the Commissioner of the Financial Services Agency a written application for authorization, attaching financial statements (meaning the financial documents as provided in Article 435, paragraph (2) (Preparation and Retention of Financial Statements) of the Companies Act applied pursuant to Article 13 of the Act following the deemed replacement of terms or those provided in Article 54-3, paragraph (2) of the Act; the same applies in Article 82 and Article 85) or equivalent documents.

２　金融庁長官は、前項の規定による認可の申請があったときは、当該認可の申請をした保険会社の業務又は財産の状況等に照らし、やむを得ないと認められる理由があるかどうかを審査するものとする。

(2) If the application under the preceding paragraph is filed, the Commissioner of the Financial Services Agency is to examine whether there exist any inevitable grounds, in light of status of business or properties of the insurance company which has filed the application for authorization.

（標準責任準備金の対象契約）

(Contracts Covered by Regular Policy Reserve)

第六十八条　法第百十六条第二項に規定する内閣府令で定める保険契約は、生命保険会

社が法の施行の日以降に締結する保険契約のうち、次の各号の一に該当しないものとする。

Article 68 (1) The insurance contract to be specified by Cabinet Office Order, as provided in Article 116, paragraph (2) of the Act, is one of the insurance contracts concluded by a life insurance company on or after the enforcement of the Act, which does not fall under any of the contracts specified in the following items:

一　責任準備金が特別勘定に属する財産の価額により変動する保険契約

(i) insurance contract wherein the policy reserve fluctuates depending on the value of the properties belonging to the special account;

二　次条第一項第一号の保険料積立金を積み立てない保険契約

(ii) insurance contracts under which the insurance premiums reserve under item (i), paragraph (1) of the following Article are not be set aside;

三　保険約款において、保険会社が責任準備金及び保険料の計算の基礎となる係数を変更できる旨を約してある保険契約

(iii) insurance contract which provides that the insurance company may amend the coefficients serving the basis of calculation of the policy reserve and insurance premiums in accordance with the policy conditions;

四　その他法第百十六条第二項に規定する責任準備金の計算の基礎となるべき係数の水準について必要な定めをすることが適当でない保険契約として金融庁長官が定めるもの

(iv) any other contracts to be designated by the Commissioner of the Financial Services Agency as the insurance contract not suitable for adding necessary provisions as to the criteria for the coefficients serving the basis of calculation of the policy reserve as provided in Article 116, paragraph (2) of the Act.

２　前項の規定にかかわらず、保険会社が金融庁長官が定める日以降に締結する保険契約（当該保険会社が損害保険会社の場合にあっては、金融庁長官が定める日以降に保険期間が開始する保険契約。次項において同じ。）については、法第百十六条第二項に規定する内閣府令で定める保険契約は、次の各号の一に該当しないものとする。

(2) Notwithstanding the preceding paragraph, among the insurance contracts concluded by an insurance company on or after the day to be specified by the Commissioner of the Financial Services Agency (or insurance contracts whose insurance period starts on or after the day to be specified by Cabinet Office Order, if the insurance company is a non-life insurance company; the same applies in the following paragraph), the insurance contracts to be specified by Cabinet Office Order, as provided in Article 116, paragraph (2) of the Act, is not to fall under any of the following items:

一　責任準備金が特別勘定に属する財産の価額により変動する保険契約

(i) insurance contract wherein the policy reserve fluctuates depending on the value of the properties belonging to the special account;

二　次条第一項第一号の保険料積立金及び同項第二号の二又は第七十条第一項第三号の払戻積立金を積み立てない保険契約並びに同項第一号イの保険料積立金を計算しない保険契約

(ii) insurance contracts under which the insurance premium reserve under item (i), paragraph (1) of the following Article, or refund reserve under Article 70, paragraph (1), item (iii) are not be set aside; or insurance contracts under which the insurance premium reserve under item (i), (a) of the same paragraph are not to be calculated;

三　保険約款において、保険会社が責任準備金及び保険料の計算の基礎となる予定利率を変更できる旨を約してある保険契約（保険約款において、当該保険契約の締結時の法第百十六条第二項の規定に基づき金融庁長官が定めた責任準備金の計算の基礎となるべき予定利率を超える利率を最低保証している保険契約を除く。）

(iii) insurance contract which provides that the insurance company may amend the coefficients serving the basis of calculation of the policy reserve and insurance premiums in accordance with the policy conditions (excluding the insurance contracts under which the policy conditions guarantees the minimum interest rate exceeding the scheduled interest rate serving the basis of calculation of the policy reserve at the time of conclusion of the insurance, as determined by the Commissioner of the Financial Services Agency pursuant to the provisions of Article 116, paragraph (2) of the Act); and

四　その他法第百十六条第二項に規定する責任準備金の計算の基礎となるべき係数の水準について必要な定めをすることが適当でない保険契約として金融庁長官が定めるもの

(iv) any other contracts to be designated by the Commissioner of the Financial Services Agency as the insurance contract not suitable for adding necessary provisions as to the criteria for the coefficients serving the basis of calculation of the policy reserve as provided in Article 116, paragraph (2) of the Act.

３　前二項の規定にかかわらず、保険会社が金融庁長官が定める日以降に締結する保険契約については、法第百十六条第二項に規定する内閣府令で定める保険契約は、次の各号の一に該当しないものとする。

(3) Notwithstanding the preceding two paragraphs, among the insurance contracts concluded by an insurance company on or after the day to be specified by the Commissioner of the Financial Services Agency, the insurance contracts to be specified by Cabinet Office Order, as provided in Article 116, paragraph (2) of the Act, is not to fall under any of the following items:

一　責任準備金が特別勘定に属する財産の価額により変動する保険契約であって、保険金等の額を最低保証していない保険契約

(i) insurance contract wherein the policy reserve fluctuates depending on the value of the properties belonging to the special account, and which does not

provide for minimum guarantee of the amount of insurance proceeds, etc.;
二　次条第一項第一号の保険料積立金及び同項第二号の二又は第七十条第一項第三号の払戻積立金を積み立てない保険契約並びに同項第一号イの保険料積立金を計算しない保険契約
(ii) insurance contracts under which the insurance premium reserve under item (i), paragraph (1) of the following Article, or refund reserve under Article 70, paragraph (1), item (iii) are not be set aside; or insurance contracts under which the insurance premium reserve under item (i), (a) of the same paragraph are not to be calculated;
三　保険約款において、保険会社が責任準備金及び保険料の計算の基礎となる予定利率を変更できる旨を約してある保険契約（保険約款において、当該保険契約の締結時の法第百十六条第二項の規定に基づき金融庁長官が定めた責任準備金の計算の基礎となるべき予定利率を超える利率を最低保証している保険契約を除く。）
(iii) insurance contract which provides that the insurance company may amend the coefficients serving the basis of calculation of the policy reserve and insurance premiums in accordance with the policy conditions (excluding the insurance contracts under which the policy conditions guarantees the minimum interest rate exceeding the scheduled interest rate serving the basis of calculation of the policy reserve at the time of conclusion of the insurance, as determined by the Commissioner of the Financial Services Agency pursuant to the provisions of Article 116, paragraph (2) of the Act); and
四　その他法第百十六条第二項に規定する責任準備金の計算の基礎となるべき係数の水準について必要な定めをすることが適当でない保険契約として金融庁長官が定めるもの
(iv) any other contracts to be designated by the Commissioner of the Financial Services Agency as the insurance contract not suitable for adding necessary provisions as to the criteria for the coefficients serving the basis of calculation of the policy reserve as provided in Article 116, paragraph (2) of the Act.

（生命保険会社の責任準備金）
(Policy Reserve of Life Insurance Company)
第六十九条　生命保険会社は、毎決算期において、次の各号に掲げる区分に応じ、当該決算期以前に収入した保険料を基礎として、当該各号に掲げる金額を法第四条第二項第四号に掲げる書類に記載された方法に従って計算し、責任準備金として積み立てなければならない。
Article 69 (1) A life insurance company must, for each accounting period and for each of the categories respectively stated in the following items, calculate and set aside as the policy reserve the amounts respectively stated in those items, based on the insurance premiums received before the relevant accounting

period and in accordance with the formula specified in the documents stated in Article 4, paragraph (2), item (iv) of the Act:

一　保険料積立金　保険契約に基づく将来の債務の履行に備えるため、保険数理に基づき計算した金額（第二号の二の払戻積立金として積み立てる金額を除く。）

(i) insurance premium reserve: amount calculated in accordance with actuarial methodology, with an objective of preparation for performance of future obligations under insurance contracts (excluding the amount to be set aside as the refund reserve as referred to in item (ii)-2);

二　未経過保険料　未経過期間（保険契約に定めた保険期間のうち、決算期において、まだ経過していない期間をいう。次条及び第二百十一条の四十六において同じ。）に対応する責任に相当する額として計算した金額（次号の払戻積立金として積み立てる金額を除く。）

(ii) outstanding insurance premiums: the amount calculated as the amount equivalent to the liability corresponding to the unexpired period (meaning the insurance period specified under an insurance contract which have not passed as of the time of the account closing period; the same applies in the following Article and Article 211-46) (excluding the amount to be set aside as the refund reserve as referred to in the following item);

二の二　払戻積立金　保険料又は保険料として収受する金銭を運用することによって得られる収益の全部又は一部の金額の払戻しを約した保険契約における当該払戻しに充てる金額

(ii)-2 refund reserve: the amount to be appropriated to the refund, when the insurance contract provides that all or part of the amount of proceeds from investment of insurance premiums or money received as insurance premiums will be refunded; and

三　危険準備金　保険契約に基づく将来の債務を確実に履行するため、将来発生が見込まれる危険に備えて計算した金額

(iii) contingency reserve: the amount calculated for covering risks which may accrue in the future, so as to secure performance of the future obligations under the insurance contracts.

２　決算期以前に保険料が収入されなかった当該決算期において有効に成立している保険契約のうち、当該決算期から当該保険契約が効力を失う日までの間に保険料の収入が見込めないものについては、当該決算期から当該保険契約が効力を失う日までの間における死亡保険金等（死亡又は法第三条第四項第二号イからホまでに掲げる事由に関し支払う保険金をいう。）の支払のために必要なものとして計算した金額は、前項第二号の未経過保険料として積み立てるものとする。

(2) Regarding the insurance contracts in effect at the time of the account closing period for which the insurance premiums were not paid before the account closing period, and for which the payment of insurance premiums cannot be expected between the account closing period and the day when the insurance contracts ceases to be effective, the amount calculated as the amount necessary

for payment of the death insurance proceeds, etc. (meaning the insurance proceeds payable upon the death or the occurrence of any of the events stated in Article 3, paragraph (4), item (ii), (a) through (e) of the Act) for the period between the account closing period and the day when the insurance contracts ceases to be effective is to be set aside as the outstanding insurance premiums under item (ii) of the preceding paragraph.

３　決算期までに収入されなかった保険料は、貸借対照表の資産の部に計上してはならない。

(3) Insurance premiums not paid until the account closing period may not be recorded in the asset section of the balance sheet.

４　第一項第一号の保険料積立金（以下この項及び次項において単に「保険料積立金」という。）及び第一項第二号の二の払戻積立金（以下この項及び次項において単に「払戻積立金」という。）は、次の各号に定めるところにより積み立てることとする。

(4) insurance premium reserve under paragraph (1), item (i) (simply referred to below as "insurance premium reserve" in this paragraph and the following paragraph) and refund reserve under paragraph (1), item (ii)-2 (simply referred to below as "refund reserve" in this paragraph and the following paragraph) is to be set aside in accordance with the provisions of the following items:

一　前条に規定する保険契約に係る保険料積立金及び払戻積立金については、法第百十六条第二項の規定に基づき金融庁長官の定めるところにより計算した金額を下回ることができない。

(i) insurance premiums reserve and refund reserve related to the insurance contracts provided in the preceding Article may not be less than the amount calculated in accordance with the formula specified by the Commissioner of the Financial Services Agency pursuant to the provisions of Article 116, paragraph (2) of the Act;

二　前条に規定する保険契約以外の保険契約（特別勘定を設けた保険契約を除く。）に係る保険料積立金及び払戻積立金については、平準純保険料式（保険契約に基づく将来の債務の履行に備えるための資金を全保険料払込期間にわたり平準化して積み立てる方式をいう。次条、第百五十条及び第百五十一条において同じ。）により計算した金額を下回ることができない。

(ii) insurance premiums reserve and refund reserve related to any other insurance contract than as provided in the preceding Article (excluding insurance contracts for which a special account has been established) may not be less than the amount calculated in accordance with the level premium system (meaning the method whereby the fund in preparation for performance of future obligations under insurance contracts are set aside by the level method for the entire insurance premiums payment period; the same applies in the following Article, Article 150 and Article 151);

三　前条に規定する保険契約以外の保険契約のうち特別勘定を設けた保険契約に係る保険料積立金及び払戻積立金については、当該特別勘定における収支の残高を積み

立てなければならない。
(iii) regarding insurance premiums reserve and refund reserve, which relates to any other insurance contracts than as provided in the preceding Article, and for which a special account has been established, the outstanding balance of the income and expenditure in the special account must be reserved;
四　生命保険会社の業務又は財産の状況及び保険契約の特性等に照らし特別な事情がある場合には、前条に規定する保険契約（特別勘定を設けた保険契約であって、保険金等の額を最低保証している保険契約を除く。）については、第一号の規定を適用せず、同条に規定する保険契約以外の保険契約（特別勘定を設けた保険契約を除く。）については、第二号の規定を適用しない。ただし、この場合においても、保険料積立金及び払戻積立金の額は、保険数理に基づき、合理的かつ妥当なものでなければならない。
(iv) if, in light of the status of business or properties of a life insurance company or distinctiveness of insurance contracts and other factors, there exists any special circumstance, the provisions of item (i) do not apply to the insurance contract provided in the preceding Article (excluding the insurance contract for which a special account has been established and wherein the minimum amount of insurance proceeds, etc. is guaranteed); and the provisions of item (ii) do not apply to the other insurance contract than as provided in the same Article (excluding the insurance contract for which a special account has been established); provided, however, that even in this case, the amount of the insurance premium reserve and refund reserve must be reasonable and fair from the standpoint of actuarial methodology.
５　第一項、第二項及び第四項の規定により積み立てられた責任準備金では、将来の債務の履行に支障を来すおそれがあると認められる場合には、法第四条第二項第四号に掲げる書類を変更することにより、追加して保険料積立金及び払戻積立金を積み立てなければならない。
(5) If the policy reserve set aside pursuant to the provisions of paragraphs (1), (2) and (4) is found to likely to be insufficient to cover the performance of the future obligations, additional insurance premiums reserve and refund reserve must be set aside, by way of amendment to the documents stated in Article 4, paragraph (2), item (iv) of the Act.
６　第一項第三号の危険準備金は、次に掲げるものに区分して積み立てなければならない。
(6) contingency reserve under paragraph (1), item (iii) must be set aside in accordance with the following categories:
一　第八十七条第一号に掲げる保険リスクに備える危険準備金
(i) contingency reserve for covering the insurance risk as stated in Article 87, item (i);
一の二　第八十七条第一号の二に掲げる第三分野保険の保険リスクに備える危険準備

金

(i)-2 contingency reserve for covering the insurance risk of third-sector insurance as specified in Article 87, item (i)-2;

二　第八十七条第二号に掲げる予定利率リスクに備える危険準備金

(ii) contingency reserve for covering the insurance risk as stated in Article 87, item (ii); and

三　第八十七条第二号の二に掲げる最低保証リスクに備える危険準備金

(iii) contingency reserve for covering the minimum guarantee risk as stated in Article 87, item (ii)-2.

7　第一項第三号の危険準備金の積立ては、金融庁長官が定める積立て及び取崩しに関する基準によるものとする。ただし、生命保険会社の業務又は財産の状況等に照らし、やむを得ない事情がある場合には、金融庁長官が定める積立てに関する基準によらない積立て又は取崩しに関する基準によらない取崩しを行うことができる。

(7) contingency reserve under paragraph (1), item (iii) is to be set aside in accordance with the standards for reserving and reversal; provided, however, that if, in light of the status of business or properties of the life insurance company, there are any inevitable grounds, reserving not in accordance with the standard of reserve to be specified by the Commissioner of the Financial Services Agency and reversal not in accordance with the standard of reversal to be specified by the Commissioner of the Financial Services Agency.

（損害保険会社の責任準備金）

(Policy Reserve of Non-Life Insurance Company)

第七十条　損害保険会社は、毎決算期において、次の各号に掲げる区分に応じ、当該各号に掲げる金額を責任準備金として積み立てなければならない。ただし、自動車損害賠償保障法第五条（責任保険の契約の締結強制）の自動車損害賠償責任保険の契約及び地震保険に関する法律第二条第二項（定義）に規定する地震保険契約に係る責任準備金（第四項において「自賠責保険契約等に係る責任準備金」という。）の積立てについては、この限りでない。

Article 70 (1) A non-life insurance company must, for each accounting period and for each of the categories respectively stated in the following items, calculate and set aside as the policy reserve the amounts respectively stated in those items; provided, however, that this does not apply to the setting aside of policy reserve under the contract for automobile damage liability insurance as provided in Article 5 (Compulsory Conclusion of Contract for Liability Insurance or Liability Mutual Aid Insurance) of the Automobile Liability Security Act and the earthquake insurance contract as provided in Article 2, paragraph (2) (Definitions) of the Act on Earthquake Insurance (referred to as "policy reserve for automobile damage liability insurance, etc." in paragraph (4)):

一　普通責任準備金　次に掲げる区分に応じそれぞれ次に定める額の合計額。ただし、

当該事業年度における収入保険料（第三号の払戻積立金に充てる金額を除く。以下この項において同じ。）の額から、当該事業年度に保険料を収入した保険契約のために支出した保険金、返戻金、支払備金（法第百十七条第一項の支払備金をいう。以下この章において同じ。）（第七十二条に規定するまだ支払事由の発生の報告を受けていないが保険契約に規定する支払事由が既に発生したと認める保険金等を除く。）及び当該事業年度の事業費を控除した金額を下回ってはならない。

(i) regular policy reserve: the total of the following amounts in accordance with the categories respectively stated in the following provisions; provided, however, that the amount must not be less than the amount of insurance premiums received in the business year (excluding the amount to be allocated to refund reserve under item (iii); the same applies below in this paragraph), less the sum of the insurance proceeds, refund, payment reserve (meaning the payment reserve under Article 117, paragraph (1) of the Act; the same applies below in this Chapter) (excluding the insurance proceeds, etc. for which the occurrence of the insured event provided in Article 72 has not been reported but the insured event provided in the insurance contracts is found to have occurred) disbursed in relation to the insurance contract under which the insurance premiums were received in the relevant business year and the operating expenses incurred in the relevant business year:

イ　保険料積立金　保険契約に基づく将来の債務の履行に備えるため、保険数理に基づき計算した金額（第三号の払戻積立金として積み立てる金額を除く。）

(a) insurance premium reserve: amount calculated in accordance with actuarial methodology, with an objective of preparation for performance of future obligations under insurance contracts (excluding the amount to be set aside as the refund reserve as referred to in item (iii));

ロ　未経過保険料　収入保険料を基礎として、未経過期間に対応する責任に相当する額として計算した金額（収入保険料以外の金額を基礎とすることが合理的と認められる保険契約の種類として金融庁長官が定めるものにあっては、金融庁長官が別に定めるところにより計算した金額）

(b) outstanding insurance premiums: the amount calculated as the amount equivalent to the liability corresponding to the unexpired period, on the basis of the insurance premiums received (for the type of contract for which it is deemed reasonable to use the amount other than the insurance premiums received and which are to be specified by the Commissioner of the Financial Services Agency, the amount calculated in accordance with the formula to be separately designated by the Commissioner of the Financial Services Agency);

二　異常危険準備金　異常災害による損害のてん補に充てるため、収入保険料を基礎として計算した金額（収入保険料以外の金額を基礎とすることが合理的と認められる保険契約の種類として金融庁長官が定めるものにあっては、金融庁長官が別に定めるところにより計算した金額）

(ii) extraordinary contingency reserve: the amount calculated based on the insurance premiums received, in preparation of the compensation of losses arising from extraordinary natural disaster (for the type of contract for which it is deemed reasonable to use the amount other than the insurance premiums received and which are to be specified by the Commissioner of the Financial Services Agency, the amount calculated in accordance with the formula to be separately designated by the Commissioner of the Financial Services Agency);

二の二　危険準備金　保険契約に基づく将来の債務を確実に履行するため、将来発生が見込まれる危険に備えて計算した金額

(ii)-2 contingency reserve: the amount calculated for covering risks which may accrue in the future, so as to secure performance of the future obligations under the insurance contracts;

三　払戻積立金　保険料又は保険料として収受する金銭を運用することによって得られる収益の全部又は一部の金額の払戻しを約した保険契約における当該払戻しに充てる金額

(iii) refund reserve: the amount to be appropriated to the refund, when the insurance contract provides that all or part of the amount of proceeds from investment of insurance premiums or money received as insurance premiums will be refunded; and

四　契約者配当準備金等　第六十四条第一項の契約者配当準備金の額及びこれに準ずるもの

(iv) policy dividend reserve, etc.: the amount of the policy dividend reserve under Article 64, paragraph (1) and any other amount equivalent thereto.

２　前項第一号の普通責任準備金（同号イの保険料積立金（以下この項において単に「保険料積立金」という。）に係る金額に限る。次項において単に「普通責任準備金」という。）及び前項第三号の払戻積立金（以下この項及び次項において単に「払戻積立金」という。）は、次の各号に定めるところにより積み立てることとする。

(2) Regular policy reserve under item (i) of the preceding paragraph (limited to the amount related to the insurance premiums reserve under (a) of that item (simply referred to below as "insurance premiums reserve" in this paragraph); simply referred to as "regular policy reserve" in the following paragraph) and refund reserve under item (iii) of the preceding paragraph (simply referred to below as "refund reserve" in this paragraph and the following paragraph) are to be set aside in accordance with the provisions of the following items:

一　第六十八条第二項及び第三項に規定する保険契約に係る保険料積立金及び払戻積立金については、法第百十六条第二項の規定に基づき金融庁長官の定めるところにより計算した金額を下回ることができない。

(i) insurance premiums reserve and refund reserve related to an insurance contract provided in Article 68, paragraphs (2) or (3), may not be less than the amount calculated in accordance with the formula specified by the

Commissioner of the Financial Services Agency pursuant to the provisions of Article 116, paragraph (2) of the Act;
二　第六十八条第二項及び第三項に規定する保険契約以外の保険契約（法第三条第五項第一号に掲げる保険に係る保険契約（保険契約の内容が同号に掲げる保険とそれ以外の保険との組み合わせによる場合にあっては、同号に掲げる保険の部分に係る保険契約）及び特別勘定を設けた保険契約を除く。第四号において同じ。）に係る保険料積立金については、平準純保険料式により計算した金額を下回ることができない。
(ii) insurance premiums reserve related to any other insurance than as provided in Article 68, paragraphs (2) and (3) (excluding the insurance contract related to the insurance stated in Article 3, paragraph (5), item (i) of the Act (if the terms and conditions of the insurance contracts consist of combination of the insurance stated in that item and any other insurance, the insurance contract related to the portion of the insurance stated in that item) and also excluding insurance contracts for which a special account has been established; the same applies in item (iv)) may not be less than the amount calculated in accordance with the level premium system;
三　第六十八条第二項及び第三項に規定する保険契約以外の保険契約のうち特別勘定を設けた保険契約に係る払戻積立金については、当該特別勘定における収支の残高を積み立てなければならない。
(iii) regarding refund reserve, which relates to any other insurance other as provided in Article 68, paragraphs (2) and (3), and for which a special account has been established, the outstanding balance of the income and expenditure in the special account must be reserved;
四　損害保険会社の業務又は財産の状況及び保険契約の特性等に照らし特別な事情がある場合には、第六十八条第二項及び第三項に規定する保険契約（特別勘定を設けた保険契約であって、保険金等の額を最低保証している保険契約を除く。）については、第一号の規定を適用せず、同条第二項及び第三項に規定する保険契約以外の保険契約については、第二号の規定を適用しない。ただし、この場合においても、保険料積立金及び払戻積立金の額は、保険数理に基づき、合理的かつ妥当なものでなければならない。
(iv) if, in light of the status of business or properties of a non-life insurance company or distinctiveness of insurance contracts and other factors, there exists any special circumstance, the provisions of item (i) do not apply to the insurance contract provided in Article 68, paragraphs (2) and (3) (excluding the insurance contract for which a special account has been established and wherein the minimum amount of insurance proceeds, etc. is guaranteed); and the provisions of item (ii) do not apply to the other insurance contract than as provided in paragraphs (2) and (3) of the same Article; provided, however, that even in this case, the amount of the insurance premium reserve and refund reserve must be reasonable and fair from the standpoint of actuarial

methodology.

３　前二項の規定により積み立てられた責任準備金では、将来の債務の履行に支障を来すおそれがあると認められる場合には、法第四条第二項第四号に掲げる書類を変更することにより、追加して普通責任準備金又は払戻積立金を積み立てなければならない。

(3) If the policy reserve set aside pursuant to the provisions of the preceding two paragraphs is found to likely to be insufficient to cover the performance of the future obligations, additional regular policy reserve and refund reserve must be set aside, by way of amendment to the documents stated in Article 4, paragraph (2), item (iv) of the Act.

４　損害保険会社は、第一項各号に掲げる額（同項第二号の二の危険準備金を除く。）を法第四条第二項第四号に掲げる書類に記載された方法に従い、かつ金融庁長官が定めるところにより計算し、自賠責保険契約等に係る責任準備金の額を法第四条第二項第四号に掲げる書類に記載された方法に従って計算するものとする。

(4) A non-life insurance company is to calculate the amount stated in the items of paragraph (1) (excluding the contingency reserve under item (ii)-2 of the same paragraph) in accordance with the method specified in the documents stated in Article 4, paragraph (2), item (iv) of the Act and also in accordance with the formula to be specified by the Commissioner of the Financial Services Agency; and is to calculate the amount of the policy reserve for automobile damage liability insurance, etc. in accordance with the method specified in the documents stated in Article 4, paragraph (2), item (iv) of the Act.

５　第一項第二号の二の危険準備金は、次に掲げるものに区分して積み立てなければならない。

(5) contingency reserve under paragraph (1), item (ii)-2 must be set aside in accordance with the following categories:

一　第八十七条第一号の二に掲げる第三分野保険の保険リスクに備える危険準備金

(i) contingency reserve for covering the insurance risk of third-sector insurance as stated in Article 87, item (i)-2; and

二　第八十七条第二号に掲げる予定利率リスクに備える危険準備金

(ii) contingency reserve for covering the insurance risk as stated in Article 87, item (ii).

６　第一項第二号の二の危険準備金の積立ては、法第四条第二項第四号に掲げる書類に記載された方法に従い、かつ金融庁長官が定める積立て及び取崩しに関する基準によるものとする。ただし、損害保険会社の業務又は財産の状況等に照らし、やむを得ない事情がある場合には、金融庁長官が定める積立てに関する基準によらない積立て又は取崩しに関する基準によらない取崩しを行うことができる。

(6) contingency reserve under item (ii)-2, paragraph (1) is to be set aside in accordance with the method specified in the documents stated in Article 4, paragraph (2), item (iv) of the Act and also in accordance with the standards for reserve and reversal to be specified by the Commissioner of the Financial Services Agency; provided, however, that if, in light of the status of business or

properties of the non-life insurance company, there are any inevitable grounds, reserving not in accordance with the standard of reserve to be specified by the Commissioner of the Financial Services Agency and reversal not in accordance with the standard of reversal to be specified by the Commissioner of the Financial Services Agency.

（再保険契約の責任準備金等）

(Policy Reserve for Reinsurance Contracts)

第七十一条　保険会社は、保険契約を再保険に付した場合において、次に掲げる者に再保険を付した部分に相当する責任準備金を積み立てないことができる。

Article 71 (1) When the insurance contract is reinsured, an insurance company may elect not to set aside the policy reserve corresponding to the portion of the reinsurance related to the following parties:

一　保険会社

(i) an insurance company;

二　外国保険会社等

(ii) a foreign insurance company, etc.;

三　法第二百十九条第一項に規定する引受社員であって法第二百二十四条第一項の届出のあった者

(iii) an underwriting member provided in Article 219, paragraph (1) of the Act for whom the notification under Article 224, paragraph (1) of the Act has been filed;

四　外国保険業者のうち、前二号に掲げる者以外の者であって業務又は財産の状況に照らして、当該再保険を付した保険会社の経営の健全性を損なうおそれがない者

(iv) a foreign insurer other than stated in the preceding two items which, in light of its status of business or properties, is not likely to prejudice soundness of the business management of the insurance company which is the reinsurer; and

五　独立行政法人日本貿易保険

(v) the Incorporated Administrative Agency Nippon Export and Investment Insurance.

２　保険会社は、保険契約を金融庁長官が定める再保険に付した場合において、当該再保険に付した部分に係る保険契約から当該再保険に付した後に発生することが見込まれる収益を基に計算した手数料を収受したときは、当該収受した金額を責任準備金として積み立てなければならない。

(2) When an insurance company places reinsurance to cover insurance contracts as specified by the Commissioner of the Financial Services Agency, and if it receives fees accrued from the insurance contract related to the reinsured portion, calculated based on the profit estimated to be accrued after the conclusion of the reinsurance, it must set aside the received amount as the policy reserve.

３　保険会社は、保険契約を前項の規定による金融庁長官が定める再保険以外の再保険に付した場合において、当該再保険から前項に規定する手数料を収受したときは、当該収受した金額を預り金として計上しなければならない。

(3) When an insurance company places reinsurance to cover insurance contracts other than as specified by Cabinet Office Order pursuant to the provisions of the preceding paragraph, and if it receives the fees provided in the preceding paragraph accrued from the reinsurance, it must record the received amount as the deposit.

（支払義務が発生したものに準ずる保険金等）

(Insurance Proceeds Equivalent to Amount Due and Payable)

第七十二条　法第百十七条第一項に規定する内閣府令で定めるものは、保険金等であって、保険会社が、毎決算期において、まだ支払事由の発生の報告を受けていないが保険契約に規定する支払事由が既に発生したと認めるものとする。

Article 72 The case to be specified by Cabinet Office Order, as provided in Article 117, paragraph (1) of the Act, is to be the insurance proceeds, etc. for which the occurrence of the insured event has not been reported but the insurance company finds that insured event provided in the insurance contracts has occurred.

（支払備金の積立て）

(Reserve for Outstanding Claims)

第七十三条　保険会社は、毎決算期において、次に掲げる金額を支払備金として積み立てなければならない。

Article 73 (1) An insurance company must, for each account closing period, set aside the following amounts as the reserve for outstanding claims:

一　保険契約に基づいて支払義務が発生した保険金等（当該支払義務に係る訴訟が係属しているものを含む。）のうち、保険会社が毎決算期において、まだ支出として計上していないものがある場合は、当該支払のために必要な金額

(i) if the insurance company has not yet recorded as the expenses any insurance proceeds, etc. due and payable under the insurance contract for each account closing period, the amount required for the payment; and

二　前条に規定するまだ支払事由の発生の報告を受けていないが保険契約に規定する支払事由が既に発生したと認める保険金等について、その支払のために必要なものとして金融庁長官が定める金額

(ii) regarding the insurance proceeds, etc., provided in the preceding Article, for which the occurrence of the insured event has not been reported but the insurance company finds that insured event provided in the insurance contracts has occurred, the amount necessary for the payment as specified by the Commissioner of the Financial Services Agency.

２　保険会社の業務又は財産の状況等に照らし、やむを得ないと認められる事情がある

場合には、前項の規定にかかわらず、同項第二号に規定する保険金等については、一定の期間を限り、法第四条第二項第四号に掲げる書類に規定する方法により計算した金額を支払備金として積み立てることができる。

(2) Notwithstanding the preceding paragraph, if, in light of the status of business or properties of the insurance company, there are any inevitable grounds, regarding the insurance proceeds, etc. provided in item (ii) of the same paragraph, the amount calculated in accordance with the methods provided in the documents stated in Article 4, paragraph (2), item (iv) of the Act may be set aside as the reserve for outstanding claims, within a certain period.

３　第七十一条第一項の規定は、支払備金の積立てについて準用する。

(3) The provisions of Article 71, paragraph (1) apply mutatis mutandis to setting aside of reserve for outstanding claims.

（特別勘定を設けなければならない保険契約）

(Insurance Contracts Which Require Special Account)

第七十四条　法第百十八条第一項に規定する内閣府令で定める保険契約は、次に掲げるものとする。

Article 74 The insurance contract to be specified by Cabinet Office Order, as provided in Article 118, paragraph (1) of the Act, is as follows:

一　法第百条の五第一項に規定する運用実績連動型保険契約（次に掲げる保険契約をいう。第七十五条の二第一項及び第三項において同じ。）

(i) performance-linked insurance contracts as provided in Article 100-5, paragraph (1) of the Act (meaning the following insurance contracts; the same applies in Article 75-2, paragraphs (1) and (3)):

イ　その保険料として収受した金銭を運用した結果に基づいて保険金等の全部又は一部を支払うことを保険契約者に約した保険契約であって、当該保険金等の全部又は一部として当該運用した結果のみに基づく金額を支払うもの（ロに掲げるものを除く。）

(a) an insurance contract wherein the insurance company undertakes the policyholder to pay all or part of the insurance proceeds, etc. based on the outcome of investment of money received as the insurance premiums, and wherein the amount solely based on the outcome of the investment are paid as all or part of the insurance proceeds, etc. (excluding the contract stated in (b));

ロ　その保険料として収受した金銭を運用した結果に基づいて保険金等を支払うことを保険契約者に約した保険契約であって、当該保険契約に係る責任準備金（第六十九条第一項第三号の危険準備金を除く。次号において同じ。）の額が、保険金等の支払時において当該支払のために必要な金額を下回った場合に、当該下回った金額に相当する保険料を保険契約者又は被保険者が払い込むこととされており、かつ、当該下回った金額について保険会社が負担することとされていないもの

(b) an insurance contract wherein the insurance company undertakes the policyholder to pay all or part of the insurance proceeds, etc. based on the outcome of investment of money received as the insurance premiums, under which policyholder or the insured is to pay the insurance premiums equivalent to the shortfall when the policy reserve (excluding the contingency reserve under Article 69, paragraph (1), item (iii); the same applies in the following item) falls short of the amount necessary for the payment of the insurance proceeds, etc. at the time of payment, and for which the shortfall amount is not to be borne by the insurance company;

二　その保険料として収受した金銭の運用により生じた利益及び損失を勘案して保険金等を支払うことを保険契約者に約した保険契約であって、当該保険契約に係る責任準備金の額が、保険金等の支払時において当該支払のために必要な金額を下回った場合に、当該下回った金額に相当する保険料を保険契約者又は被保険者が払い込むこととされているもの（前号ロに掲げるものを除く。）

(ii) an insurance contract wherein the insurance company undertakes the policyholder to pay the insurance proceeds, etc. taking into consideration the profit and loss accrued from investment of money received as the insurance premiums, under which policyholder or the insured is to pay the insurance premiums equivalent to the shortfall when the policy reserve falls short of the amount necessary for the payment of the insurance proceeds, etc. at the time of payment (excluding the insurance contract stated in (b) of the preceding item); and

三　その保険料として収受した金銭の運用により生じた利益及び損失を勘案して保険金等を支払うことを保険契約者に約した保険契約のうち、第一号イ及びロ並びに前号に掲げるものを除いたもの

(iii) an insurance contract wherein the insurance company undertakes the policyholder to pay the insurance proceeds, etc. taking into consideration the profit and loss accrued from investment of money received as the insurance premiums, but excluding the contracts stated in item (i), (a) and (b) and in the preceding item.

（勘定間の振替に係る例外）

(Exception to Transfer among Accounts)

第七十五条　法第百十八条第二項に規定する内閣府令で定める場合は、保険料の収受、保険金、返戻金その他の給付金の支払、保険契約者に対する貸付け又はその返済、特別勘定以外の勘定からの借入れ又はその返済その他これらに準ずる金銭の振替であって法第四条第二項第二号に掲げる書類に定める場合とする。

Article 75 The cases to be specified by Cabinet Office Order, as provided in Article 118, paragraph (2) of the Act, are the acceptance of insurance premiums, payment of insurance proceeds, refund or any other benefits, loan to policyholders or repayment, borrowing from other account than special account and repayment, or any other transfer of equivalent money, which are specified in the documents stated Article 4, paragraph (2), item (ii) of the Act.

（特別勘定に属する財産の管理の方法その他特別勘定に関し必要な事項）

(Method of Management of Properties Belonging to Special Account and Other Matters Necessary in Relation to Special Account)

第七十五条の二　保険会社（第一号にあっては、保険会社及び当該保険会社から委託を受けた者）は、次に掲げる方法により、運用実績連動型保険契約に係る特別勘定（以下この条及び第百五十四条の二において「特定特別勘定」という。）に属する財産を管理しなければならない。

Article 75-2 (1) An insurance company (when item (i) applies, an insurance company as well as a party entrusted by the insurance company) must manage the properties belonging to the special account for the performance-linked insurance contract (referred to below as the "designated special account" in this Article and Article 154-2), in accordance with the following methods:

一　管理場所を区別することその他の方法により特定特別勘定に属する財産を一般勘定（特別勘定以外の勘定をいう。以下同じ。）に属する財産及び特定特別勘定以外の特別勘定に属する財産と明確に区分して管理する方法

(i) to manage the properties belonging to the designated special account by making a clear distinction from those belonging to the general account (meaning the account other than special accounts; the same applies below) and also from properties belonging to the special account other than the designated special account, by such means as segregating the place of custody; and

二　特定特別勘定に属する財産を当該特定特別勘定に属する財産に係る保険契約者を判別できる状態で管理する方法

(ii) to manage the properties belonging to the designated special account in the manner whereby the policyholder related to the designated special account can be identified.

２　保険会社は、特定特別勘定に属する財産の管理を第三者に委託する場合においては、当該委託を受けた第三者が、前項第一号に規定するところにより特定特別勘定に属する財産の管理を行うことを確保するための十分な体制を整備しなければならない。

(2) When an insurance company entrust the third party to manage the properties belonging to the designated special account, it must put in place a sufficient system to ensure that the third party entrusted will manage the properties belonging to the designated special account in accordance with the provisions of item (i) of the preceding paragraph.

３　保険会社は、特定特別勘定に係る業務の処理及び計算を明らかにするため、第一号及び第二号に掲げる帳簿書類を別表により作成し、次の各号に掲げる帳簿書類等の区分に応じ、当該各号に定める期間保存しなければならない。

(3) An insurance company must, for the purpose of making clear the business

handling and calculation related to the designated special account, prepare the accounting books stated in items (i) and (ii) in accordance with the Appended Forms, and must keep them for the period specified in the following items in accordance with the categories of the accounting books as respectively stated in those items:

一　特定特別勘定元帳　運用実績連動型保険契約（特定特別勘定に係る部分に限る。以下この号において同じ。）の保険年度の終了の日又は運用実績連動型保険契約の保険期間の終了の日から十年間

(i) ledger of designated special account: ten years from the last day of the insurance business year for the performance-linked insurance contract (limited to the portion related to the designated special account; the same applies below in this item) or from the last day of the insurance period for the performance-linked insurance contract;

二　特定特別勘定に係る総勘定元帳　作成の日から五年間

(ii) master ledger of designated special account: five years from the preparation; and

三　特定特別勘定に係る業務の委託契約書　委託契約の終了の日から五年間

(iii) business entrustment contract for designated special account: five years from the termination of the entrustment contract.

（保険計理人の選任を要する損害保険会社）

(Non-Life Insurance Company Which Requires Appointment of Actuary)

第七十六条　法第百二十条第一項に規定する内閣府令で定める要件に該当する損害保険会社は、次の各号に掲げる保険契約のみを引き受ける損害保険会社を除くすべての損害保険会社とする。

Article 76 The non-life insurance company which falls under the requirements to be specified by Cabinet Office Order, as provided in Article 120, paragraph (1) of the Act, is all non-life insurance companies, except for non-life insurance companies which only underwrite the insurance contracts stated in the following items:

一　自動車損害賠償保障法第五条（責任保険又は責任共済の契約の締結強制）の自動車損害賠償責任保険の契約

(i) contracts for automobile damage liability insurance as provided in Article 5 (Compulsory Conclusion of Contract for Liability Insurance or Liability Mutual Aid Insurance) of the Automobile Liability Security Act; and

二　地震保険に関する法律第二条第二項（定義）に規定する地震保険契約

(ii) earthquake insurance contracts as provided in Article 2, paragraph (2) (Definitions) of the Act on Earthquake Insurance.

（保険計理人の関与事項）

(Matters Which Require Participation of Actuary)

第七十七条　法第百二十条第一項に規定する内閣府令で定める事項は、生命保険会社にあっては、次に掲げるものに係る保険数理に関する事項とし、損害保険会社にあっては、前条各号に掲げる保険契約を除く保険契約について次の第一号から第四号まで、第六号及び第九号に掲げるものに係る保険数理に関する事項とする。

Article 77 The matters to be specified by Cabinet Office Order, as provided in Article 120, paragraph (1) of the Act, are as follows: the actuarial methodology related to the following, in the case of a life insurance company; or the actuarial methodology for those stated in the following items (i) through (iv), (vi) and (ix) in relation to the insurance contracts other than those stated in the items of the preceding Article, in the case of a non-life insurance company:

一　保険料の算出方法

(i) the method of calculation of insurance premiums;

二　責任準備金の算出方法

(ii) the method of calculation of policy reserve;

三　契約者配当又は社員に対する剰余金の分配に係る算出方法

(iii) the method of calculation of the policy dividends or surplus to be distributed to members;

四　契約者価額の算出方法

(iv) the method of calculation of policyholder value;

五　未収保険料の算出

(v) calculation of uncollected insurance premiums;

六　支払備金の算出

(vi) calculation of the reserve for outstanding claims;

七　保険募集に関する計画

(vii) planning of insurance solicitation;

八　生命保険募集人の給与等に関する規程の作成

(viii) preparation of rules of salaries, etc. payable to life insurance agents; and

九　その他保険計理人がその職務を行うに際し必要な事項

(ix) any other matters necessary for the actuary in performing the duties.

（保険計理人の要件に該当する者）

(Persons Qualified as Actuary)

第七十八条　法第百二十条第二項に規定する内閣府令で定める要件に該当する者は、生命保険会社にあっては、次の各号に掲げる要件のいずれかに該当する者とする。

Article 78 (1) The person who satisfies the requirements to be specified by Cabinet Office Order, as provided in Article 120, paragraph (2) of the Act, is the person who satisfies any of the following requirements, in the case of a life insurance company:

一　公益社団法人日本アクチュアリー会の正会員であり、かつ、生命保険会社及び外国生命保険会社等の保険数理に関する業務に五年以上従事した者

(i) a regular member of The Institute of Actuaries of Japan, who has engaged in the business related to actuarial methodology of a life insurance company or a foreign life insurance company for five years or longer; or

二　公益社団法人日本アクチュアリー会の正会員であり、かつ、保険数理に関する業務に七年以上従事した者（生命保険会社及び外国生命保険会社等の保険数理に関する業務に三年以上従事した者に限り、前号に掲げる者を除く。）

(ii) a regular member of The Institute of Actuaries of Japan, who has engaged in the business related to actuarial methodology for seven years or longer (limited to a person engaged in the actuarial methodology of a life insurance company or a foreign life insurance company for three years; and excluding the person stated in the preceding item).

２　法第百二十条第二項に規定する内閣府令で定める要件に該当する者は、損害保険会社にあっては、次の各号に掲げる要件のいずれかに該当する者とする。

(2) The person who satisfies the requirements to be specified by Cabinet Office Order, as provided in Article 120, paragraph (2), is the person who satisfies any of the following requirements, in the case of a non-life insurance company:

一　公益社団法人日本アクチュアリー会の正会員であり、かつ、損害保険会社及び外国損害保険会社等の保険数理に関する業務に五年以上従事した者

(i) a regular member of The Institute of Actuaries of Japan, who has engaged in the business related to actuarial methodology of a non-life insurance company or a foreign non-life insurance company for five years or longer; or

二　公益社団法人日本アクチュアリー会の正会員であり、かつ、保険数理に関する業務に七年以上従事した者（損害保険会社及び外国損害保険会社等の保険数理に関する業務に三年以上従事した者に限り、前号に掲げる者を除く。）

(ii) a regular member of The Institute of Actuaries of Japan, who has engaged in the business related to actuarial methodology for seven years or longer (limited to a person engaged in the actuarial methodology of a non-life insurance company or a foreign non-life insurance company for three years; and excluding the person stated in the preceding item).

（保険計理人の選任及び退任の届出）

(Notification of Appointment and Retirement of Actuary)

第七十九条　保険会社は、保険計理人を選任したときは、遅滞なく、届出書に当該保険計理人の履歴書及び当該保険計理人が前条に規定する要件に該当することを証する書面を添付して金融庁長官に提出しなければならない。

Article 79 (1) When an insurance company has appointed an actuary, it must, without delay, submit to the Commissioner of the Financial Services Agency the notification, attaching thereto a résumé of the actuary and a document certifying that the actuary satisfies the requirement provided in the preceding Article.

２　保険会社は、保険計理人が退任したときは、遅滞なく、届出書に理由書を添付して金融庁長官に提出しなければならない。

(2) When an actuary retired from the position, the insurance company must, without delay, submit to the Commissioner of the Financial Services Agency the notification, attaching thereto a written statement of reasons.

３　保険会社は、保険計理人が二人以上となる場合は、前二項に規定する書類のほか、各保険計理人のそれぞれの職務に属する事項を記載した書面を添付しなければならない。

(3) When an insurance company has two or more actuaries, it must, in addition to the documents provided in the preceding two paragraphs, attach a document specifying the matters which falls within the scope of their respective duties.

（保険計理人の確認事項）

(Matters Which Require Verification by Actuary)

第七十九条の二　法第百二十一条第一項第三号に規定する内閣府令で定める事項は、生命保険会社にあっては、次の第一号に掲げる事項とし、損害保険会社にあっては、次に掲げる事項とする。

Article 79-2 The matters to be specified by Cabinet Office Order, as provided in Article 121, paragraph (1), item (iii) of the Act, are the matters stated in the following item (i), in the case of a life insurance company; or the following matters, in the case of a non-life insurance company:

一　財産の状況に関する事項として次のイ及びロに掲げるもの

(i) the matters stated in (a) and (b) below as the matters concerning the status of property:

イ　将来の収支を保険数理に基づき合理的に予測した結果に照らし、保険業の継続が困難であるかどうか。

(a) whether the continuance of the insurance business is difficult, judging from the reasonable estimate of future income and expenditure based on actuarial methodology;

ロ　保険金等の支払能力の充実の状況が保険数理に基づき適当であるかどうか。

(b) whether the level of solvency in terms of ability to pay out insurance proceeds, etc. is appropriate based on actuarial methodology; and

二　第七十六条各号に掲げる保険契約を除く保険契約に係る支払備金（第七十三条第一項第二号に掲げる金額に限る。）が、健全な保険数理に基づいて積み立てられているかどうか。

(ii) whether the reserve for outstanding claims for insurance contracts other than those stated in the items of Article 76 (limited to the amount stated in Article 73, paragraph (1), item (ii)) have been set aside in compliance with the sound actuarial methodology.

（保険計理人の確認業務）

(Verification by Actuary)

第八十条　保険計理人は、毎決算期において、法第百二十一条第一項各号に掲げる事項

について、次に掲げる基準その他金融庁長官が定める基準により確認しなければならない。

Article 80 An actuary must, for each account closing period, verify the matters stated in the items of Article 121, paragraph (1) of the Act, in accordance with the following requirements and any other requirements to be specified by the Commissioner of the Financial Services Agency:

一　責任準備金が第六十九条又は第七十条に規定するところにより適正に積み立てられていること。

(i) that the policy reserve has been appropriately set aside pursuant to the provisions of Article 69 or Article 70;

二　契約者配当又は社員に対する剰余金の分配が第三十条の二又は第六十二条に規定するところにより適正に行われていること。

(ii) that the distribution of policy dividends or surplus to members has been properly implemented pursuant to the provisions of Article 30-2 or Article 60;

三　将来の時点における資産の額として合理的な予測に基づき算定される額が、当該将来の時点における負債の額として合理的な予測に基づき算定される額に照らして、保険業の継続の観点から適正な水準に満たないと見込まれること。

(iii) that, judging from the amount of liabilities asset as of the certain time in the future calculated based upon reasonable estimation, the amount of asset as of the certain time in the future calculated based upon reasonable estimation is expected to fall short of the appropriate level in terms of continuance of insurance business;

四　保険金等の支払能力の充実の状況について、法第百三十条並びに第八十六条及び第八十七条の規定に照らして適正であること。

(iv) that the level of the solvency in terms of ability to pay out insurance proceeds, etc. is appropriate in the light of the provisions of Article 130 of the Act and Articles 86 and 87; and

五　損害保険会社にあっては、第七十六条各号に掲げる保険契約を除く保険契約に係る支払備金（第七十三条第一項第二号に掲げる金額に限る。）が、第七十三条に規定するところにより、適正に積み立てられていること。

(v) in the case of a non-life insurance company, that the reserve for outstanding claims related to the insurance contracts other than those stated in the items of Article 76 (limited to the amount stated in Article 73, paragraph (1), item (ii)) have been properly set aside pursuant to the provisions of Article 73.

（責任準備金に関して確認の対象となる契約）

(Contracts to Be Verified in Relation to Policy Reserve)

第八十一条　法第百二十一条第一項第一号に規定する内閣府令で定める保険契約は、生命保険会社にあっては、当該生命保険会社が引き受けているすべての保険契約、損害保険会社にあっては、第七十六条各号に掲げる保険契約を除くすべての保険契約とす

る。

Article 81 The insurance contracts to be specified by Cabinet Office Order, as provided in Article 121, paragraph (1), item (i) of the Act, are all insurance contracts unwritten by the life insurance company, in the case of a life insurance company; or all insurance contracts except those stated in the items of Article 76, in the case of a non-life insurance company.

（保険計理人意見書）

(Opinion Letter of Actuary)

第八十二条　保険計理人は、計算書類を承認する取締役会に、次に掲げる事項を記載した意見書を提出しなければならない。

Article 82 (1) An actuary must submit the opinion letter containing the following matters to the board of directors meeting at which the financial statements are to be approved:

一　保険会社の商号又は名称及び保険計理人の氏名

(i) the trade name or name of the insurance company, and the name of the actuary;

二　提出年月日

(ii) the submission date;

三　前条に定める保険契約に係る責任準備金の積立てに関する事項

(iii) the matters related to accumulation of policy reserve for the insurance contract specified in the preceding Article;

四　契約者配当又は社員に対する剰余金の分配に関する事項

(iv) the matters related to policy dividends or distribution of surplus to members;

五　第六十四条第一項の契約者配当準備金又は第三十条の五第一項第一号の社員配当準備金への繰入れに関する事項

(v) the matters related to transfer to policy dividend reserve under Article 64, paragraph (1) or to members' dividend reserve under Article 30-5, paragraph (1), item (i);

六　第七十九条の二の規定に基づく確認に関する事項

(vi) the matters related to verification under Article 79-2; and

七　第三号から第六号までに掲げる事項に対する保険計理人の意見

(vii) the actuary's opinion as to the matters stated in items (iii) through (vi).

２　保険計理人は、法第百二十一条第一項の規定により意見書を取締役会に提出するとき、及び同条第二項の規定により意見書の写しを金融庁長官に提出するときは、同条第一項各号に掲げる事項の確認の方法その他確認の基礎とした事項を記載した附属報告書を添付しなければならない。

(2) When an actuary submits a written opinion to the board of directors meeting pursuant to the provisions of Article 121, paragraph (1) of the Act, and when the actuary submits to the Commissioner of the Financial Services Agency a

copy of the opinion letter pursuant to the provisions of paragraph (2) of the same Article, the actuary must attach thereto the supplementary report specifying the method of verification of the matters stated in the items of paragraph (1) of the same Article and any other matters which served the basis of the verification.

３　保険計理人は、第一項の規定にかかわらず、監査役（監査等委員会設置会社にあっては監査等委員会の指定した監査等委員、指名委員会等設置会社にあっては監査委員会の指定した監査委員）又は会計監査人に対し、同項第三号から第七号までに掲げる事項の内容を通知することができる。

(3) Notwithstanding the provisions of paragraph (1), an actuary may notify the company auditor (in the case of a company with audit and supervisory committee, an audit and supervisory committee member designated by the audit and supervisory committee; and in the case of a company with nominating committee, an audit committee member designated by the audit committee) or financial auditor the details of the matters stated in items (iii) through (vii) of the same paragraph.

（指定の申請）

(Application for Designation)

第八十二条の二　法第百二十二条の二第一項の規定による指定（以下この条及び次条において「指定」という。）を受けようとする者は、次の事項を記載した申請書を金融庁長官に提出しなければならない。

Article 82-2 (1) A person who seeks to obtain the designation under Article 122-2, paragraph (1) of the Act (referred to below as "designation " in this Article and the following Article) must submit to the Commissioner of the Financial Services Agency the written application specifying the following matters:

一　名称及び住所並びに代表者の氏名

(i) the name and address, and the representative's name; and

二　事務所の所在地

(ii) the location of the office.

２　前項の申請書には、次に掲げる書類を添付しなければならない。

(2) The following documents must be attached to the written application stated in the preceding paragraph:

一　定款及び登記事項証明書

(i) articles of incorporation, and a certificate of registered matters;

二　申請の日の属する事業年度の前事業年度における事業状況報告書、収支決算書、財産目録その他の最近における財産及び収支の状況を知ることができる書類

(ii) business status report, income and expenditure statement, inventory of property for the business year immediately before the business year in which the date of application falls, or any other document disclosing the recent status of properties and the income and expenditure;

三　役員の名簿及び履歴書
(iii) list of officers and their résumés;
四　指定の申請に関する意思の決定を証する書類
(iv) a document certifying that decision for application for designation has been made;
五　組織及び運営に関する事項を記載した書類
(v) a document specifying the matters related to organization and business operation; and
六　前各号に掲げるもののほか法第百二十二条の二第二項各号に掲げる業務を適正かつ確実に実施できることを証する書類
(vi) beyond the documents stated in the preceding items, a document certifying that the applicant is able to carry out business stated in the items of Article 122-2, paragraph (2) of the Act in an appropriate and accurate manner.
３　金融庁長官は、前項に規定するもののほか、指定のために必要な書類の提出を求めることができる。
(3) The Commissioner of the Financial Services Agency may order submission of documents necessary for the designations, beyond the documents provided in the preceding paragraph.

第八十二条の三　指定を受けた法人は、その名称、住所、代表者又は事務所の所在地を変更しようとするときは、あらかじめ、その旨を金融庁長官に届け出なければならない。
Article 82-3 When the corporation which has obtained the designation intends to effect any amendment to its name, address, representative of location of offices, notify the Commissioner of the Financial Services Agency to that effect in advance.