信託業法

Trust Business Act

(平成十六年十二月三日法律第百五十四号) (Act No. 154 of December 3, 2004)

信託業法(大正十一年法律第六十五号)の全部を改正する。

The Trust Business Act (Act No. 65 of 1922) shall be fully revised.

第一章 総則(第一条·第二条)

Chapter I General Provisions (Articles 1 and 2)

第二章 信託会社

Chapter II Trust Companies

第一節 総則 (第三条—第十六条)

Section 1 General Provisions (Articles 3 to 16)

第二節 主要株主(第十七条—第二十条)

Section 2 Major Shareholders (Articles 17 to 20)

第三節 業務 (第二十一条一第三十一条)

Section 3 Business (Articles 21 to 31)

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Section 5 Supervision (Articles 36 to 50)

第六節 特定の信託についての特例 (第五十条の二一第五十二条)

Section 6 Special Provisions Concerning Specific Trusts (Articles 50-2 to 52)

第三章 外国信託業者(第五十三条—第六十四条)

Chapter III Foreign Trust Business Operators (Articles 53 to 64)

第四章 指図権者(第六十五条·第六十六条)

Chapter IV Persons Authorized to Give Directions (Articles 65 and 66)

第五章 信託契約代理店

Chapter V Agents for Trust Agreement

第一節 総則(第六十七条—第七十三条)

Section 1 General Provisions (Articles 67 to 73)

第二節 業務 (第七十四条—第七十六条)

Section 2 Business (Articles 74 to 76)

第三節 経理(第七十七条·第七十八条)

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第四節 監督 (第七十九条—第八十四条)

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Section 5 Miscellaneous Provisions (Article 85)

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Chapter VI Miscellaneous Provisions (Articles 86 to 90)

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附則

Supplementary Provisions

第一章 総則

Chapter I General Provisions

(目的)

(Purpose)

- 第一条 この法律は、信託業を営む者等に関し必要な事項を定め、信託に関する引受け その他の取引の公正を確保することにより、信託の委託者及び受益者の保護を図り、 もって国民経済の健全な発展に資することを目的とする。
- Article 1 The purpose of this Act is to ensure the protection of the settlors and beneficiaries of trusts by securing fairness in the acceptance of trusts and other transactions related thereto through the provision of the necessary matters for such persons as those carrying out Trust Business, and thereby to contribute to the sound development of the national economy.

(定義)

(Definitions)

- 第二条 この法律において「信託業」とは、信託の引受け(他の取引に係る費用に充てるべき金銭の預託を受けるものその他他の取引に付随して行われるものであって、その内容等を勘案し、委託者及び受益者の保護のため支障を生ずることがないと認められるものとして政令で定めるものを除く。以下同じ。)を行う営業をいう。
- Article 2 (1) The term "Trust Business" as used in this Act shall mean business that is carried out for accepting trusts (excluding business involving the receipt of deposits of money to be allocated for costs pertaining to other transactions and excluding such business incidental to other transactions which are specified by a Cabinet Order as being found not to interfere with the protection of settlors and beneficiaries thereof after taking into consideration of the content and other matters of such transactions,; the same shall apply hereinafter).
- 2 この法律において「信託会社」とは、第三条の内閣総理大臣の免許又は第七条第一項の内閣総理大臣の登録を受けた者をいう。
- (2) The term "Trust Company" as used in this Act shall mean a person who has been licensed by the Prime Minister under Article 3 or registered by the Prime Minister under Article 7(1).

- 3 この法律において「管理型信託業」とは、次の各号のいずれかに該当する信託のみの引受けを行う営業をいう。
- (3) The term "Custodian Type Custodian Trust Business" as used in this Act shall mean business that is carried out for accepting only those trusts that fall under any of the following items:
 - 一 委託者又は委託者から指図の権限の委託を受けた者(委託者又は委託者から指図の権限の委託を受けた者が株式の所有関係又は人的関係において受託者と密接な関係を有する者として政令で定める者以外の者である場合に限る。)のみの指図により信託財産の管理又は処分(当該信託の目的の達成のために必要な行為を含む。以下同じ。)が行われる信託
 - (i) trusts wherein trust property is managed or disposed of (including performance of any act as may be necessary for achieving the purpose of said trust; the same shall apply hereinafter) only under instructions from the settlor or any person delegated by the settlor to give instructions (limited to the cases where the settlor or the person delegated by the settlor to give instructions is a person other than those specified by a Cabinet Order as having a close share-capital or personal relationship with the trustee); or
 - 二 信託財産につき保存行為又は財産の性質を変えない範囲内の利用行為若しくは改 良行為のみが行われる信託
 - (ii) trusts wherein trust property is only preserved, or only utilized or improved to the extent that it does not change the nature of the property.
- 4 この法律において「管理型信託会社」とは、第七条第一項の内閣総理大臣の登録を 受けた者をいう。
- (4) The term "Custodian Type Trust Company" as used in this Act shall mean a company which has been registered by the Prime Minister under Article 7(1).
- 5 この法律において「外国信託業者」とは、外国の法令に準拠して外国において信託 業を営む者(信託会社を除く。)をいう。
- (5) The term "Foreign Trust Business Operator" as used in this Act shall mean a person who carries out Trust Business in a foreign country according to that country's laws and regulations (excluding a Trust Company).
- 6 この法律において「外国信託会社」とは、第五十三条第一項の内閣総理大臣の免許 又は第五十四条第一項の内閣総理大臣の登録を受けた者をいう。
- (6) The term "Foreign Trust Company" as used in this Act shall mean a company which has been licensed by the Prime Minister under Article 53(1) or registered by the Prime Minister under Article 54(1).
- 7 この法律において「管理型外国信託会社」とは、第五十四条第一項の内閣総理大臣 の登録を受けた者をいう。
- (7) The term "Custodian Type Foreign Trust Company" as used in this Act shall mean a company which has been registered by the Prime Minister under Article 54(1).
- 8 この法律において「信託契約代理業」とは、信託契約(当該信託契約に基づく信託

- の受託者が当該信託の受益権(当該受益権を表示する証券又は証書を含む。)の発行者(金融商品取引法(昭和二十三年法律第二十五号)第二条第五項に規定する発行者をいう。)とされる場合を除く。)の締結の代理(信託会社又は外国信託会社を代理する場合に限る。)又は媒介を行う営業をいう。
- (8) The term "Agency for Trust Agreements" as used in this Act shall mean business that is carried out for acting as an agent (limited to the case of acting as an agent for a Trust Company or a Foreign Trust Company) or an intermediary in concluding a trust agreement (excluding the case where the trustee of a trust based on said trust agreement is to be a person who has issued beneficial interest in said trust (including securities or a deed indicating said beneficial interest) (meaning an issuer as prescribed in Article 2(5) of the Financial Instruments and Exchange Act (Act No. 25 of 1948))).
- 9 この法律において「信託契約代理店」とは、第六十七条第一項の内閣総理大臣の登録を受けた者をいう。
- (9) The term "Agent for Trust Agreement" as used in this Act shall mean an agency which has been registered by the Prime Minister under Article 67(1).

第二章 信託会社

Chapter II Trust Companies

第一節 総則

Section 1 General Provisions

(免許)

(License)

第三条 信託業は、内閣総理大臣の免許を受けた者でなければ、営むことができない。 Article 3 No person may carry out Trust Business without obtaining a license from the Prime Minister.

(免許の申請)

(Application for License)

- 第四条 前条の免許を受けようとする者は、次に掲げる事項を記載した申請書を内閣総理大臣に提出しなければならない。
- Article 4 (1) A person who wishes to obtain the license set forth in the preceding Article shall submit to the Prime Minister a written application therefor stating the following matters:
 - 一 商号
 - (i) the trade name;
 - 二 資本金の額
 - (ii) the amount of stated capital;
 - 三 取締役及び監査役(委員会設置会社にあっては、取締役及び執行役。第八条第一項において同じ。)の氏名

- (iii) the names of directors and company auditors (in the case of a company with committees, directors and executive officers; the same shall apply in Article 8(1));
- 四 会計参与設置会社にあっては、会計参与の氏名又は名称
- (iv) in the case of a company with accounting advisors, the names of the accounting advisors;
- 五 信託業務以外の業務を営むときは、その業務の種類
- (v) where the person carries out business other than trust business, the type of business; and
- 六 本店その他の営業所の名称及び所在地
- (vi) the names and locations of the head office and other business offices.
- 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 shall be attached to the written application set forth in the preceding paragraph:
 - 一 定款
 - (i) the articles of incorporation;
 - 二 会社の登記事項証明書
 - (ii) a certificate of the registered matters of the company;
 - 三 業務方法書
 - (iii) a statement of operational procedures;
 - 四 貸借対照表
 - (iv) a balance sheet;
 - 五 収支の見込みを記載した書類
 - (v) a document stating expected income and expenditures; and
 - 六 その他内閣府令で定める書類
 - (vi) other documents specified by a Cabinet Office Ordinance.
- 3 前項第三号の業務方法書には、次に掲げる事項を記載しなければならない。
- (3) The statement of operational procedures set forth in item (iii) of the preceding paragraph shall state the following matters:
 - 一 引受けを行う信託財産の種類
 - (i) the type of trust property accepted;
 - 二 信託財産の管理又は処分の方法
 - (ii) the method of management or disposition of trust property:
 - 三 信託財産の分別管理の方法
 - (iii) the method of management of segregated trust property;
 - 四 信託業務の実施体制
 - (iv) the system for carrying out trust business;
 - 五 信託業務の一部を第三者に委託する場合には、委託する信託業務の内容並びに委託先の選定に係る基準及び手続(第二十二条第三項各号に掲げる業務を委託する場合を除く。)
 - (v) in cases where part of trust business is delegated to a third party, the

- content of trust business delegated as well as standards and procedures pertaining to selection of the person delegated with said part of trust business (excluding the case where business listed in the items of Article 22(3) is delegated);
- 六 信託受益権売買等業務(金融商品取引法第六十五条の五第一項に規定する信託受益権の売買等を行う業務をいう。以下同じ。)を営む場合には、当該業務の実施体制
- (vi) where the person carries out Business for the Sale and Purchase, etc. of Beneficial Interest in Trust (which means business related to conducting the sale and purchase of beneficial interest in trust as prescribed in Article 65-5(1) of the Financial Instruments and Exchange Act; the same shall apply hereinafter), the system for carrying out said business; and
- 七 その他内閣府令で定める事項
- (vii) other matters specified by a Cabinet Office Ordinance.

(免許の基準)

(Licensing Standards)

- 第五条 内閣総理大臣は、第三条の免許の申請があった場合においては、当該申請を行 う者(次項において「申請者」という。)が次に掲げる基準に適合するかどうかを審 査しなければならない。
- Article 5 (1) Where an application for a license under Article 3 has been filed, the Prime Minister shall examine whether the person filing said application (referred to as the "Applicant" in the following paragraph) conforms to the following standards:
 - 一 定款及び業務方法書の規定が法令に適合し、かつ、信託業務を適正に遂行するために十分なものであること。
 - (i) that the provisions of the articles of incorporation and the statement of operational procedures conform to laws and regulations and are also sufficient for the proper execution of trust business;
 - 二 信託業務を健全に遂行するに足りる財産的基礎を有していること。
 - (ii) that the applicant has a sufficient financial basis to allow for the sound execution of trust business; and
 - 三 人的構成に照らして、信託業務を的確に遂行することができる知識及び経験を有し、かつ、十分な社会的信用を有していること。
 - (iii) in light of personnel composition, the applicant has knowledge and experience that allow for the right execution of trust business and also has sufficient social credibility.
- 2 内閣総理大臣は、申請者が次の各号のいずれかに該当するとき、又は前条第一項の申請書若しくは同条第二項各号に掲げる添付書類のうちに虚偽の記載があり、若しくは重要な事実の記載が欠けているときは、免許を与えてはならない。
- (2) When the Applicant falls under any of the following items, or when the

written application set forth in paragraph (1) of the preceding Article or any of the attached documents listed in the items of paragraph (2) of that Article include any false statements or fail to state any material facts, the Prime Minister shall not grant said Applicant a license.

- 一 株式会社(次に掲げる機関を置くものに限る。)でない者
- (i) a person who is not a stock company (limited to stock companies in which the following entities are present):
 - イ 取締役会
 - (a) a board of directors; and
 - ロ 監査役又は委員会(会社法(平成十七年法律第八十六号)第二条第十二号に規 定する委員会をいう。)
 - (b) company auditors or committees (meaning committees as prescribed in Article 2(xii) of the Companies Act (Act No. 86 of 2005));
- 二 資本金の額が委託者又は受益者の保護のため必要かつ適当なものとして政令で定める金額に満たない株式会社
- (ii) a stock company whose amount of stated capital is less than the amount specified by a Cabinet Order as necessary and appropriate for the protection of settlors or beneficiaries;
- 三 純資産額が前号に規定する金額に満たない株式会社
- (iii) a stock company whose amount of net assets is less than the amount prescribed in the preceding item;
- 四 他の信託会社が現に用いている商号と同一の商号又は他の信託会社と誤認される おそれのある商号を用いようとする株式会社
- (iv) a stock company which intends to use a trade name that is identical to a trade name already in use by another Trust Company or a trade name that is likely to cause misidentification with another Trust Company;
- 五 第十条第一項の規定により第七条第三項の登録の更新を拒否され、第四十四条第一項の規定により第三条の免許を取り消され、第四十五条第一項の規定により第七条第一項の登録、第五十条の二第一項の登録者しくは第五十二条第一項の登録を取り消され、第五十条の二第六項の規定により同条第二項において準用する第七条第三項の登録の更新を拒否され、第八十二条第一項の規定により第六十七条第一項の登録を取り消され、担保付社債信託法(明治三十八年法律第五十二号)第十二条の規定により同法第三条の免許を取り消され、若しくは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)第十条の規定により同法第一条第一項の認可を取り消され、又はこの法律、担保付社債信託法若しくは金融機関の信託業務の兼営等に関する法律に相当する外国の法令の規定により当該外国において受けている同種類の免許、登録若しくは認可(当該免許、登録若しくは認可に類する許可その他の行政処分を含む。以下この号、第八号二及び第十号イにおいて同じ。)を取り消され、若しくは当該免許、登録若しくは認可の更新を拒否され、その取消しの日(更新の拒否の場合にあっては、当該更新の拒否の処分がなされた日。第八号二、ホ及びへ並びに第十号イにおいて同じ。)から五年を経過しない株式会社

- (v) a stock company for which the renewal of a registration under Article 7(3) has been refused pursuant to the provisions of Article 10(1), whose license under Article 3 has been rescinded pursuant to the provisions of Article 44(1), whose registration under Article 7(1), Article 50-2(1), or Article 52(1) has been rescinded pursuant to the provisions of Article 45(1), for which the renewal of a registration under Article 7(3), as applied mutatis mutandis pursuant to Article 50-2(2), has been refused pursuant to the provisions of paragraph (6) of that Article, whose registration under Article 67(1) has been rescinded pursuant to the provisions of Article 82(1), whose license under Article 3 of the Secured Bonds Trust Act (Act No. 52 of 1905) has been rescinded pursuant to the provisions of Article 12 of that Act, whose authorization under Article 1(1) of the Act on Provision, etc. of Trust Business by Financial Institutions (Act No. 43 of 1943) has been rescinded pursuant to the provisions of Article 10 of that Act, or a stock company whose license, registration, or authorization of the same kind (including permission or any other administrative disposition similar to said license, registration, or authorization; hereinafter the same shall apply in this item, item (viii)(d), and item (x)(a)) which was obtained in a foreign state has been rescinded or one for which the renewal of said license, registration, or authorization has been refused pursuant to the provisions of laws and regulations of the foreign state that are equivalent to this Act, the Secured Bonds Trust Act, or the Act on Provision, etc. of Trust Business by Financial Institutions, and where five years have yet to elapse since the date of rescission (in the case that a renewal is refused, the day on which a disposition for said refusal to renew was made; the same shall apply in item (viii)(d), (e), and (f) and item (x)(a));
- 六 この法律、信託法(平成十八年法律第百八号)、担保付社債信託法、金融機関の 信託業務の兼営等に関する法律、金融商品取引法、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)、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)、資産の流動化に関する法律(平成十年法律第百五 号)若しくは著作権等管理事業法(平成十二年法律第百三十一号)その他政令で定 める法律又はこれらに相当する外国の法令の規定に違反し、罰金の刑(これに相当 する外国の法令による刑を含む。)に処せられ、その刑の執行を終わり、又はその 刑の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株式会社
- (vi) a stock company which has been sentenced to a fine (including punishment equivalent thereto pursuant to the laws and regulations of a foreign state) for violating the provisions of this Act, the Trust Act (Act No. 108 of 2006), the Secured Bonds Trust Act, the Act on Provision, etc. of Trust Business by Financial Institutions, the Financial Instruments and Exchange Act, the Act on Investment Trusts and Investment Corporations (Act No. 198 of 1951), the Act on Regulation of Business Pertaining to Commodity Investment (Act No. 66 of 1991), the Act on Liquidation of Assets (Act No. 105 of 1998), the

Copyright Management Business Act (Act No. 131 of 2000), or any other law specified by a Cabinet Order, or pursuant to the provisions of laws and regulations of a foreign state that are equivalent thereto, and where five years have yet to elapse since the day on which execution of the sentence was completed or since the day on which the stock company has ceased to be subject to execution of the sentence;

- 七 他に営む業務がその信託業務に関連しない業務である株式会社又は当該他に営む 業務を営むことがその信託業務を適正かつ確実に営むことにつき支障を及ぼすおそ れがあると認められる株式会社
- (vii) a stock company whose business other than trust business is not related to trust business, or a stock company for which carrying out said other business is found to be likely to interfere with the proper and reliable operations of its trust business;
- 八 取締役若しくは執行役(相談役、顧問その他いかなる名称を有する者であるかを 問わず、会社に対し取締役又は執行役と同等以上の支配力を有するものと認められ る者を含む。以下この号、第四十四条第二項、第四十五条第二項及び第五十条の二 第六項第八号において同じ。)、会計参与又は監査役のうちに次のいずれかに該当 する者のある株式会社
- (viii) a stock company whose directors or executive officers (including consultants, advisers, or any other persons who, irrespective of title, are found to have power that is equivalent to or greater than directors or executive officers over said company; hereinafter the same shall apply in this item, Article 44(2), Article 45(2) and Article 50-2(6)(viii)), accounting advisors, or company auditors include a person who falls under any of the following:
 - イ 成年被後見人若しくは被保佐人又は外国の法令上これらと同様に取り扱われて いる者
 - (a) an adult ward or a person under curatorship, or any person who is treated similarly thereto under the laws and regulations of a foreign state;
 - ロ 破産者で復権を得ないもの又は外国の法令上これと同様に取り扱われている者
 - (b) a bankrupt who has not obtained restoration of rights, or any person who is treated similarly thereto under the laws and regulations of a foreign state;
 - ハ 禁錮以上の刑(これに相当する外国の法令による刑を含む。)に処せられ、その刑の執行を終わり、又はその刑の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
 - (c) a person who has been sentenced to imprisonment without work or a severer punishment (including punishment equivalent thereto pursuant to the laws and regulations of a foreign state) and for whom five years have yet to elapse since the day on which execution of the sentence was completed or since the day on which the person ceased to be subject to

execution of the sentence;

- ニ 第十条第一項の規定により第七条第三項の登録の更新を拒否され、第四十四条 第一項の規定により第三条の免許を取り消され、第四十五条第一項の規定により 第七条第一項の登録、第五十条の二第一項の登録若しくは第五十二条第一項の登 録を取り消され、第五十条の二第六項の規定により同条第二項において準用する 第七条第三項の登録の更新を拒否され、第五十四条第六項の規定により同条第二 項において準用する第七条第三項の登録の更新を拒否され、第五十九条第一項の 規定により第五十三条第一項の免許を取り消され、第六十条第一項の規定により 第五十四条第一項の登録を取り消され、若しくは第八十二条第一項の規定により 第六十七条第一項の登録を取り消された場合、担保付社債信託法第十二条の規定 により同法第三条の免許を取り消された場合、若しくは金融機関の信託業務の兼 営等に関する法律第十条の規定により同法第一条第一項の認可を取り消された場 合又はこの法律、担保付社債信託法若しくは金融機関の信託業務の兼営等に関す る法律に相当する外国の法令の規定により当該外国において受けている同種類の 免許、登録若しくは認可を取り消された場合、若しくは当該免許、登録若しくは 認可の更新を拒否された場合において、その取消しの日前三十日以内にその法人 の取締役若しくは執行役、会計参与若しくはこれらに準ずる者又は国内における 代表者(第五十三条第二項に規定する国内における代表者をいう。)であった者 でその取消しの日から五年を経過しない者
- (d) in regard to a juridical person for which the renewal of a registration under Article 7(3) has been refused pursuant to the provisions of Article 10(1), whose license under Article 3 has been rescinded pursuant to the provisions of Article 44(1), whose registration under Article 7(1), Article 50-2(1), or Article 52(1) has been rescinded pursuant to the provisions of Article 45(1), for which the renewal of a registration under Article 7(3) as applied mutatis mutandis pursuant to Article 50-2(2) has been refused pursuant to the provisions of paragraph (6) of that Article, for which the renewal of a registration under Article 7(3) as applied mutatis mutandis pursuant to Article 54(2) has been refused pursuant to the provisions of paragraph (6) of that Article, whose license under Article 53(1) has been rescinded pursuant to the provisions of Article 59(1), whose registration under Article 54(1) has been rescinded pursuant to the provisions of Article 60(1), or whose registration under Article 67(1) has been rescinded pursuant to the provisions of Article 82(1), or in regard to a juridical person whose license under Article 3 of the Secured Bonds Trust Act has been rescinded pursuant to the provisions of Article 12 of that Act, whose authorization under Article 1(1) of the Act on Provision, etc. of Trust Business by Financial Institutions has been rescinded pursuant to the provisions of Article 10 of that Act, or whose license, registration, or authorization of the same kind which was obtained in a foreign state has been rescinded or for whom the renewal of said license, registration, or

authorization has been refused pursuant to the provisions of laws and regulations of the foreign state that are equivalent to this Act, the Secured Bonds Trust Act, or the Act on Provision, etc. of Trust Business by Financial Institutions, a person who, within thirty days prior to the rescission, was a director or executive officer, accounting advisor, or a person equivalent thereto, or who was a representative of the relevant juridical person in Japan (which means a Representative in Japan as prescribed in Article 53(2)) and for whom five years have yet to elapse since the date of rescission;

- ホ 第八十二条第一項の規定により第六十七条第一項の登録を取り消された場合に おいて、その取消しの日から五年を経過しない者
- (e) a person whose registration under Article 67(1) has been rescinded pursuant to the provisions of Article 82(1), and for whom five years have yet to elapse since the date of rescission;
- へ この法律に相当する外国の法令の規定により当該外国において受けている第六 十七条第一項と同種類の登録を取り消され、又は当該登録の更新を拒否された場 合において、その取消しの日から五年を経過しない者
- (f) a person whose registration of the same kind as registration under Article 67(1) but which is obtained in a foreign state pursuant to the provisions of laws and regulations of the foreign state that are equivalent to this Act has been rescinded, or for whom the renewal of said registration has been refused and for whom five years have yet to elapse since the date of rescission;
- ト 第四十四条第二項若しくは第四十五条第二項の規定により解任を命ぜられた取締役若しくは執行役、会計参与若しくは監査役、第五十九条第二項若しくは第六十条第二項の規定により解任を命ぜられた国内における代表者若しくは支店に駐在する役員若しくは第八十二条第二項の規定により解任を命ぜられた役員又はこの法律に相当する外国の法令の規定により解任を命ぜられた取締役若しくは執行役、会計参与若しくは監査役若しくはこれらに準ずる者でその処分を受けた日から五年を経過しない者
- (g) a director, executive officer, accounting advisor, or company auditor who has received a dismissal order pursuant to the provisions of Article 44(2) or Article 45(2), a Representative in Japan or a resident officer of a branch office who has received a dismissal order pursuant to the provisions of Article 59(2) or Article 60(2), an officer who has received a dismissal order pursuant to the provisions of Article 82(2), or a director, executive officer, accounting advisor, company auditor, or a person equivalent thereto who has received a dismissal order pursuant to the provisions of laws and regulations of a foreign state that are equivalent to this Act, where five years have yet to elapse since the date of receipt of said disposition; or チ 第六号に規定する法律、会社法若しくはこれらに相当する外国の法令の規定に

- 違反し、又は刑法(明治四十年法律第四十五号)第二百四条、第二百六条、第二百八条、第二百八条の三、第二百二十二条若しくは第二百四十七条の罪、暴力行為等処罰に関する法律(大正十五年法律第六十号)の罪若しくは暴力団員による不当な行為の防止等に関する法律(平成三年法律第七十七号)第四十六条、第四十七条、第四十九条若しくは第五十条の罪を犯し、罰金の刑(これに相当する外国の法令による刑を含む。)に処せられ、その刑の執行を終わり、又はその刑の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
- (h) a person who has been sentenced to a fine (including punishment equivalent thereto pursuant to the laws and regulations of a foreign state) for violating the provisions of any of the Acts prescribed in item (vi), the Companies Act, or any laws and regulations of a foreign state that are equivalent thereto, or for committing an offense set forth in Article 204, Article 206, Article 208, Article 208-3, Article 222, or Article 247 of the Penal Code (Act No. 45 of 1907), an offense set forth in the Act on Punishment of Physical Violence and Other Related Matters (Act No. 60 of 1926), or an offense set forth in Article 46, Article 47, Article 49, or Article 50 of the Act to Prevent Unjust Acts by Organized Crime Group Members (Act No. 77 of 1991), and for whom five years have yet to elapse since the day on which execution of the sentence was completed or since the day on which the person has ceased to be subject to execution of the sentence;
- 九 個人である主要株主(申請者が持株会社(私的独占の禁止及び公正取引の確保に 関する法律(昭和二十二年法律第五十四号)第九条第五項第一号に規定する持株会 社をいう。以下同じ。)の子会社であるときは、当該持株会社の主要株主を含む。 次号において同じ。)のうちに次のいずれかに該当する者のある株式会社
- (ix) a stock company whose Major Shareholders who are individuals (when the applicant is the Subsidiary Company of a Holding Company (meaning a Holding Company as prescribed in Article 9(5)(i) of the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade (Act No. 54 of 1947); the same shall apply hereinafter), including Major Shareholders of said Holding Company; the same shall apply in the following item) include a person who falls under any of the following:
 - イ 成年被後見人若しくは被保佐人又は外国の法令上これらと同様に取り扱われて いる者であって、その法定代理人が前号イからチまでのいずれかに該当するもの
 - (a) an adult ward or a person under curatorship, or a person who is treated similarly thereto under the laws and regulations of a foreign state, whose statutory agent falls under any of (a) to (h) inclusive of the preceding item; or
 - ロ 前号ロからチまでのいずれかに該当する者
- (b) a person who falls under any of (b) to (h) inclusive of the preceding item; 十 法人である主要株主のうちに次のいずれかに該当する者のある株式会社
- (x) a stock company whose Major Shareholders who are juridical persons

include a person who falls under any of the following:

- イ 第十条第一項の規定により第七条第三項の登録の更新を拒否され、第四十四条 第一項の規定により第三条の免許を取り消され、第四十五条第一項の規定により 第七条第一項、第五十条の二第一項若しくは第五十二条第一項の登録を取り消さ れ、第五十条の二第六項の規定により同条第二項において準用する第七条第三項 の登録の更新を拒否され、第五十四条第六項の規定により同条第二項において準 用する第七条第三項の登録の更新を拒否され、第五十九条第一項の規定により第 五十三条第一項の免許を取り消され、第六十条第一項の規定により第五十四条第 一項の登録を取り消され、第八十二条第一項の規定により第六十七条第一項の登 録を取り消され、担保付社債信託法第十二条の規定により同法第三条の免許を取 り消され、若しくは金融機関の信託業務の兼営等に関する法律第十条の規定により同法第一条第一項の認可を取り消され、又はこの法律、担保付社債信託法若し くは金融機関の信託業務の兼営等に関する法律に相当する外国の法令の規定によ り当該外国において受けている同種類の免許、登録若しくは認可を取り消され、 その取消しの日から五年を経過しない者
- (a) a person for whom the renewal of a registration under Article 7(3) has been refused pursuant to the provisions of Article 10(1), whose license under Article 3 has been rescinded pursuant to the provisions of Article 44(1), whose registration under Article 7(1), Article 50-2(1), or Article 52(1) has been rescinded pursuant to the provisions of Article 45(1), for whom the renewal of a registration under Article 7(3) as applied mutatis mutandis pursuant to Article 50-2(2), has been refused pursuant to the provisions of paragraph (6) of that Article, for whom the renewal of a registration under Article 7(3) as applied mutatis mutandis pursuant to Article 54(2), has been refused pursuant to the provisions of paragraph (6) of that Article, whose license under Article 53(1) has been rescinded pursuant to the provisions of Article 59(1), whose registration under Article 54(1) has been rescinded pursuant to the provisions of Article 60(1), whose registration under Article 67(1) has been rescinded pursuant to the provisions of Article 82(1), whose license under Article 3 of the Secured Bonds Trust Act has been rescinded pursuant to the provisions of Article 12 of that Act, or whose authorization under Article 1(1) of the Act on Provision, etc. of Trust Business by Financial Institutions has been rescinded pursuant to the provisions of Article 10 of that Act, or whose license, registration, or authorization of the same kind which has been obtained in a foreign state has been rescinded pursuant to provisions of laws and regulations of the foreign state that are equivalent to this Act, the Secured Bonds Trust Act, or the Act on Provision, etc. of Trust Business by Financial Institutions, and for whom five years have yet to elapse since the date of rescission;

ロ 第六号に規定する法律の規定又はこれらに相当する外国の法令の規定に違反し、

罰金の刑(これに相当する外国の法令による刑を含む。)に処せられ、その刑の 執行を終わり、又はその刑の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

- (b) a person who has been sentenced to a fine (including punishment equivalent thereto pursuant to laws and regulations of a foreign state) for violating the provisions of any of the laws prescribed in item (vi) or the provisions of any laws and regulations of a foreign state that are equivalent thereto, and for whom five years have yet to elapse since the day on which execution of the sentence was completed or since the day on which the person has ceased to be subject to execution of the sentence; or
- ハ 法人を代表する取締役若しくは執行役、会計参与若しくは監査役又はこれらに 準ずる者のうちに第八号イからチまでのいずれかに該当する者のある者
- (c) a person whose directors or executive officers who represent a juridical person, accounting advisors, company auditors, or persons equivalent thereto include a person who falls under any of item (viii)(a) to (h) inclusive.
- 3 前項第二号の政令で定める金額は、一億円を下回ってはならない。
- (3) The amount specified by a Cabinet Order set forth in item (ii) of the preceding paragraph shall not be less than one hundred million yen.
- 4 第二項第三号の純資産額は、内閣府令で定めるところにより計算するものとする。
- (4) The amount of net assets set forth in paragraph (2)(iii) shall be calculated pursuant to the provisions of a Cabinet Office Ordinance.
- 5 第二項第九号及び第十号の「主要株主」とは、会社の総株主又は総出資者の議決権 (株式会社にあっては、株主総会において決議をすることができる事項の全部につき 議決権を行使することができない株式についての議決権を除き、会社法第八百七十九 条第三項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含む。 以下同じ。)の百分の二十(会社の財務及び営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として内閣府令で定める事実がある場合には、百分の十 五)以上の数の議決権(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)第百四十七条第一項又は第百四十八条第一項の規定により発行者に対抗すること ができない株式に係る議決権を含み、保有の態様その他の事情を勘案して内閣府令で 定めるものを除く。以下この条及び第十七条第一項において「対象議決権」とい う。)を保有している者をいう。
- (5) The term "Major Shareholder" set forth in paragraph (2)(ix) and (x) shall mean a person who holds not less than twenty-hundredths (in cases where there is any fact specified by a Cabinet Office Ordinance as a one that is presumed to have a material influence on decisions about the company's finances and business policies, fifteen-hundredths) of the voting rights (including those pertaining to shares which cannot be asserted against an issuer pursuant to the provisions of Article 147(1) or Article 148(1) of the Act on Transfer of Bonds, Shares, etc. (Act No. 75 of 2001), and excluding those

specified by a Cabinet Office Ordinance which have been specified in consideration of the condition of holding or other circumstances; hereinafter referred to as "Subject Voting Rights" in this Article and Article 17(1)) of all shareholders or investors of the company (for a stock company, excluding voting rights for shares which can be exercised only for part of the matters that can be resolved at a shareholder's meeting, but including voting rights for shares which are deemed to be held pursuant to the provisions of Article 879(3) of the Companies Act,; the same shall apply hereinafter).

- 6 第二項第九号の「子会社」とは、会社がその総株主の議決権の過半数を保有する他の会社をいう。この場合において、会社及びその一若しくは二以上の子会社又は当該会社の一若しくは二以上の子会社がその総株主の議決権の過半数を保有する他の会社は、当該会社の子会社とみなす。
- (6) The term "Subsidiary Company" set forth in paragraph (2)(ix) shall mean a company for which the majority of the voting rights of all shareholders are held by another company. In this case, where a company and one or more of its subsidiaries hold the majority of the voting rights of all shareholders of another company, or one or more of the subsidiary companies of the first company hold the majority of the voting rights of all shareholders of another company, said another company shall be deemed to be the Subsidiary Company of the first company.
- 7 次の各号に掲げる場合における第五項の規定の適用については、当該各号に定める 対象議決権は、これを保有しているものとみなす。
- (7) With regard to the application of the provisions of paragraph (5) in the cases listed in the following items, the Subject Voting Rights prescribed in those items shall be deemed to be held:
 - 一 信託契約その他の契約又は法律の規定に基づき、会社の対象議決権を行使することができる権限又は当該対象議決権の行使について指図を行うことができる権限を有する場合当該対象議決権
 - (i) in cases where the person has the authority to exercise Subject Voting Rights of the company or the authority to give instructions for the exercise of said Subject Voting Rights pursuant to a trust agreement or any other agreement or the provisions of law: said Subject Voting Rights;
 - 二 株式の所有関係、親族関係その他の政令で定める特別の関係にある者が会社の対 象議決権を保有する場合 当該特別の関係にある者が保有する当該対象議決権
 - (ii) in cases where a person who has a relationship of stock-ownership, relationship of relatives, or any other special relationship specified by a Cabinet Order with a company, holds voting rights in that company: said Subject Voting Rights held by the person who has said special relationship with the company.
- 8 内閣総理大臣は、第一項の規定による審査の基準に照らし必要があると認めるときは、その必要の限度において、第三条の免許に条件を付し、及びこれを変更すること

ができる。

(8) When the Prime Minister finds it necessary in light of the standards for examination under the provisions of paragraph (1), the Prime Minister may, to the extent deemed necessary, impose conditions on the license under Article 3 or make changes thereto.

(資本金の額の減少)

(Reduction of Stated Capital)

- 第六条 信託会社(管理型信託会社を除く。)は、その資本金の額を減少しようとする ときは、内閣総理大臣の認可を受けなければならない。
- Article 6 When a Trust Company (excluding a Custodian Type Trust Company) intends to reduce the amount of its stated capital, it shall obtain authorization therefor from the Prime Minister.

(登録)

(Registration)

- 第七条 第三条の規定にかかわらず、内閣総理大臣の登録を受けた者は、管理型信託業 を営むことができる。
- Article 7 (1) A person who has been registered by the Prime Minister may, notwithstanding the provisions of Article 3, carry out Custodian Type Trust Business.
- 2 前項の登録の有効期間は、登録の日から起算して三年とする。
- (2) The validity of registration set forth in the preceding paragraph shall be three years from the date of registration.
- 3 有効期間の満了後引き続き管理型信託業を営もうとする者は、政令で定める期間内 に、登録の更新の申請をしなければならない。
- (3) A person who intends to continue to carry out Custodian Type Trust Business after the expiration of the validity shall apply for renewal of its registration within the period specified by a Cabinet Order.
- 4 前項の登録の更新がされたときは、その登録の有効期間は、従前の登録の有効期間 の満了の日の翌日から起算して三年とする。
- (4) When a registration has been renewed as set forth in the preceding paragraph, the validity of the registration shall be three years from the day following the date of expiration of the validity of the previous registration.
- 5 第三項の登録の更新を受けようとする者は、政令で定めるところにより、手数料を 納めなければならない。
- (5) A person who wishes to have the registration renewed as under paragraph (3) shall pay fees therefor pursuant to the provisions of a Cabinet Order.
- 6 第三項の登録の更新の申請があった場合において、その登録の有効期間の満了の日までにその申請について処分がされないときは、従前の登録は、その有効期間の満了後もその処分がされるまでの間は、なお効力を有する。

(6) Where an application has been filed for the renewal of a registration under paragraph (3), when no disposition pertaining to the application has been made prior to the expiration of the validity of the registration, the previous registration shall remain in force until a disposition is made even after the expiration of the validity thereof.

(登録の申請)

(Application for Registration)

- 第八条 前条第一項の登録(同条第三項の登録の更新を含む。第十条第一項、第四十五 条第一項第三号及び第九十一条第三号において同じ。)を受けようとする者(第十条 第一項において「申請者」という。)は、次に掲げる事項を記載した申請書を内閣総 理大臣に提出しなければならない。
- Article 8 (1) A person applying for registration under paragraph (1) of the preceding Article (including the renewal of a registration under paragraph (3) of that Article; the same shall apply in Article 10(1), Article 45(1)(iii), and Article 91(iii)) (referred to as "Applicant" in Article 10(1)) shall submit a written application to the Prime Minister stating the following matters:
 - 一 商号
 - (i) the trade name;
 - 二 資本金の額
 - (ii) the amount of stated capital;
 - 三 取締役及び監査役の氏名
 - (iii) the names of directors and company auditors;
 - 四 会計参与設置会社にあっては、会計参与の氏名又は名称
 - (iv) in the case of a company with accounting advisors, the names of the accounting advisors;
 - 五 信託業務以外の業務を営むときは、その業務の種類
 - (v) where the person carries out business other than trust business, the type of business; and
 - 六 本店その他の営業所の名称及び所在地
 - (vi) the names and locations of the head office and other business offices.
- 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 shall be attached to the written application set forth in the preceding paragraph:
 - 一 定款
 - (i) the articles of incorporation;
 - 二 会社の登記事項証明書
 - (ii) the company's certificate of registered matters;
 - 三 業務方法書
 - (iii) a statement of operational procedures;
 - 四 貸借対照表

- (iv) a balance sheet; and
- 五 その他内閣府令で定める書類
- (v) other documents specified by a Cabinet Office Ordinance.
- 3 前項第三号の業務方法書には、次に掲げる事項を記載しなければならない。
- (3) The statement of operational procedures set forth in item (iii) of the preceding paragraph shall state the following matters:
 - 一 引受けを行う信託財産の種類
 - (i) the type of trust property accepted;
 - 二 信託財産の管理又は処分の方法
 - (ii) the method of management or disposition of trust property:
 - 三 信託財産の分別管理の方法
 - (iii) the method of segregated management of trust property;
 - 四 信託業務の実施体制
 - (iv) the system for carrying out trust business;
 - 五 信託業務の一部を第三者に委託する場合には、委託する信託業務の内容並びに委 託先の選定に係る基準及び手続(第二十二条第三項各号に掲げる業務を委託する場 合を除く。)
 - (v) in cases where part of trust business is delegated to a third party, the content of trust business delegated as well as standards and procedures pertaining to selection of a person delegated with said part of trust business (excluding the case where business listed in the items of Article 22(3) is delegated); and
 - 六 その他内閣府令で定める事項
 - (vi) other matters specified by a Cabinet Office Ordinance.

(登録簿への登録)

(Registration in the Registry)

- 第九条 内閣総理大臣は、第七条第一項の登録の申請があった場合においては、次条第 一項の規定により登録を拒否する場合を除くほか、次に掲げる事項を管理型信託会社 登録簿に登録しなければならない。
- Article 9 (1) Where an application for registration under Article 7(1) has been filed, the Prime Minister shall register the following matters in the Custodian Type Trust Companies' registry except when the Prime Minister refuses to register the Applicant pursuant to the provisions of paragraph (1) of the following Article:
 - 一 前条第一項各号に掲げる事項
 - (i) the matters listed in the items of paragraph (1) of the preceding Article; and
 - 二 登録年月日及び登録番号
 - (ii) the date of registration and the registration number.
- 2 内閣総理大臣は、管理型信託会社登録簿を公衆の縦覧に供しなければならない。
- (2) The Prime Minister shall make the Custodian Type Trust Companies' registry

available for public inspection.

(登録の拒否)

(Refusal of Registration)

- 第十条 内閣総理大臣は、申請者が次の各号のいずれかに該当するとき、又は第八条第 一項の申請書若しくは同条第二項各号に掲げる添付書類のうちに虚偽の記載があり、 若しくは重要な事実の記載が欠けているときは、その登録を拒否しなければならない。
- Article 10 (1) When the Applicant falls under any of the following items or when the written application set forth in Article 8(1) or any of the attached documents listed in the items of paragraph (2) of that Article include any false statements or fail to state any material facts, the Prime Minister shall refuse to register the Applicant:
 - 一 第五条第二項各号(第二号及び第三号を除く。)のいずれかに該当する者
 - (i) a person who falls under any of the items of Article 5(2) (excluding items (ii) and (iii));
 - 二 資本金の額が委託者又は受益者の保護のため必要かつ適当なものとして政令で定める金額に満たない株式会社
 - (ii) a stock company whose amount of stated capital is less than the amount specified by a Cabinet Order as necessary and appropriate for the protection of settlors or beneficiaries;
 - 三 純資産額が前号に規定する金額に満たない株式会社
 - (iii) a stock company whose amount of net assets is less than the amount prescribed in the preceding item;
 - 四 定款又は業務方法書の規定が法令に適合せず、又は管理型信託業務を適正に遂行 するために十分なものでない株式会社
 - (iv) a stock company for whom provisions of the articles of incorporation or the statement of operational procedures do not conform to laws and regulations or are not sufficient for it to properly execute Custodian Type Trust Business; or
 - 五 人的構成に照らして、管理型信託業務を的確に遂行することができる知識及び経 験を有すると認められない株式会社
 - (v) a stock company which, in light of its personnel composition, is found not to have the knowledge and experience that would allow for the right execution of Custodian Type Trust Business.
- 2 前項第三号の純資産額は、内閣府令で定めるところにより計算するものとする。
- (2) The amount of net assets set forth in item (iii) of the preceding paragraph shall be calculated pursuant to the provisions of a Cabinet Office Ordinance.

(営業保証金)

(Security Deposit)

第十一条 信託会社は、営業保証金を本店の最寄りの供託所に供託しなければならない。

- Article 11 (1) A Trust Company shall deposit a security deposit with the closest official depository to its head office.
- 2 前項の営業保証金の額は、信託業務の内容及び受益者の保護の必要性を考慮して政 令で定める金額とする。
- (2) The amount of the security deposit set forth in the preceding paragraph shall be the amount specified by a Cabinet Order in consideration of the contents of trust business and the necessity of protecting the beneficiaries.
- 3 信託会社は、政令で定めるところにより、当該信託会社のために所要の営業保証金が内閣総理大臣の命令に応じて供託される旨の契約を締結し、その旨を内閣総理大臣に届け出たときは、当該契約の効力の存する間、当該契約において供託されることとなっている金額(以下この条において「契約金額」という。)につき第一項の営業保証金の全部又は一部の供託をしないことができる。
- (3) When a Trust Company concludes a contract under which the other party promises to deposit the required security deposit on behalf of said Trust Company in accordance with an order of the Prime Minister, and has notified the Prime Minister to that effect pursuant to the provisions of a Cabinet Order, said Trust Company may elect not to deposit all or part of the security deposit set forth in paragraph (1) with regard to the money to be deposited under said contract (hereinafter referred to as the "Contract Amount" in this Article) during the period in which said contract remains in force.
- 4 内閣総理大臣は、受益者の保護のため必要があると認めるときは、信託会社と前項 の契約を締結した者又は当該信託会社に対し、契約金額の全部又は一部を供託すべき 旨を命ずることができる。
- (4) When the Prime Minister finds it necessary for the protection of the beneficiaries, he/she may order the party who has concluded the contract set forth in the preceding paragraph with a Trust Company or said Trust Company to deposit all or part of the Contract Amount.
- 5 信託会社は、第一項の営業保証金につき供託(第三項の契約の締結を含む。)を行い、その旨を内閣総理大臣に届け出た後でなければ、信託業務を開始してはならない。
- (5) No Trust Company shall begin trust business until it has deposited the security deposit set forth in paragraph (1) (including conclusion of a contract set forth in paragraph (3)) and has notified the Prime Minister to that effect.
- 6 信託の受益者は、当該信託に関して生じた債権に関し、当該信託の受託者たる信託 会社に係る営業保証金について、他の債権者に先立ち弁済を受ける権利を有する。
- (6) The beneficiary of a trust shall have the right to receive, in preference over other creditors, payment of claims arising with regard to the trust from the security deposit made by the Trust Company that is the trustee of the trust.
- 7 前項の権利の実行に関し必要な事項は、政令で定める。
- (7) The matters necessary for execution of the right set forth in the preceding paragraph shall be specified by a Cabinet Order.
- 8 信託会社は、営業保証金の額(契約金額を含む。第十項において同じ。)が第二項

- の政令で定める金額に不足することとなったときは、内閣府令で定める日から三週間 以内にその不足額につき供託(第三項の契約の締結を含む。)を行い、遅滞なく、そ の旨を内閣総理大臣に届け出なければならない。
- (8) When the amount of the security deposit (including the Contract Amount; the same shall apply in paragraph (10)) falls short of the amount specified by a Cabinet Order set forth in paragraph (2), the Trust Company shall, within three weeks from the day specified by a Cabinet Office Ordinance, deposit (including conclusion of a contract set forth in paragraph (3)) the amount of such shortfall, and notify the Prime Minister to that effect without delay.
- 9 第一項又は前項の規定により供託する営業保証金は、国債証券、地方債証券その他の内閣府令で定める有価証券(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。)をもってこれに充てることができる。
- (9) A security deposit to be deposited pursuant to the provisions of paragraph (1) or the preceding paragraph may be substituted by national government bond certificates, municipal bond certificates, or other securities specified by a Cabinet Office Ordinance (including book-entry transferred bonds prescribed in Article 278(1) of the Act on Transfer of Bonds, Shares, etc.)
- 10 第一項、第四項又は第八項の規定により供託した営業保証金は、第七条第三項の登録の更新がされなかった場合、第四十四条第一項の規定により第三条の免許が取り消された場合、第四十五条第一項の規定により第七条第一項の登録が取り消された場合若しくは第四十六条第一項の規定により第三条の免許若しくは第七条第一項の登録がその効力を失った場合において信託財産の新受託者への譲渡若しくは帰属権利者への移転が終了したとき、又は営業保証金の額が第二項の政令で定める金額を超えることとなったときは、政令で定めるところにより、その全部又は一部を取り戻すことができる。
- (10) When a transfer of trust property to a new trustee or assignment of trust property to a person entitled thereto has been completed in a case where the renewal of a registration under Article 7(3) has not been effected, when a license under Article 3 has been rescinded pursuant to the provisions of Article 44(1), when a registration under Article 7(1) has been rescinded pursuant to the provisions of Article 45(1), when a license under Article 3 or a registration under Article 7(1) ceases to be effective pursuant to the provision Article 46(1), or when the amount of the security deposit exceeds the amount specified by a Cabinet Order as prescribed in paragraph (2), all or part of the security deposit deposited pursuant to the provisions of paragraph (1), (4), or (8) may be refunded pursuant to the provisions of a Cabinet Order.
- 1 1 前各項に規定するもののほか、営業保証金に関し必要な事項は、内閣府令・法務 省令で定める。
- (11) In addition to what is prescribed in each of the preceding paragraphs, necessary matters regarding security deposits shall be specified by a Cabinet Office Ordinance and an Ordinance of the Ministry of Justice.

(変更の届出)

(Notification of Changes)

- 第十二条 信託会社(管理型信託会社を除く。)は、第四条第一項各号に掲げる事項に 変更があったときは、その日から二週間以内に、その旨を内閣総理大臣に届け出なけ ればならない。
- Article 12 (1) When there is a change in any of the matters listed in the items of Article 4(1), a Trust Company (excluding Custodian Type Trust Company) shall notify the Prime Minister to that effect within two weeks from the date of said change.
- 2 管理型信託会社は、第八条第一項各号に掲げる事項に変更があったときは、その日から二週間以内に、その旨を内閣総理大臣に届け出なければならない。
- (2) When there is a change in any of the matters listed in the items of Article 8(1), a Custodian Type Trust Company shall notify the Prime Minister to that effect within two weeks from the date of said change.
- 3 内閣総理大臣は、前項の届出を受理したときは、その旨を管理型信託会社登録簿に 登録しなければならない。
- (3) When the Prime Minister has received a notification set forth in the preceding paragraph, the Minister shall register to that effect in the Custodian Type Trust Companies' registry.

(業務方法書の変更)

(Changes to the Statement of Operational Procedures)

- 第十三条 信託会社(管理型信託会社を除く。)は、業務方法書を変更しようとすると きは、内閣総理大臣の認可を受けなければならない。
- Article 13 (1) When a Trust Company (excluding a Custodian Type Trust Company) intends to change its statement of operational procedures, it shall obtain approval therefor from the Prime Minister.
- 2 管理型信託会社は、業務方法書を変更しようとするときは、あらかじめ、その旨を 内閣総理大臣に届け出なければならない。
- (2) When a Custodian Type Trust Company intends to change its statement of operational procedures, it shall notify the Prime Minister to that effect in advance.

(商号)

(Trade Name)

- 第十四条 信託会社は、その商号中に信託という文字を用いなければならない。
- Article 14 (1) A Trust Company shall use the word "trust" in its trade name.
- 2 信託会社でない者は、その名称又は商号のうちに信託会社であると誤認されるおそれのある文字を用いてはならない。ただし、担保付社債信託法第三条の免許又は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の認可を受けた者については、こ

の限りでない。

(2) A person who is not a Trust Company shall not use, in its name or trade name, any word that is likely to cause the misunderstanding that the person is a Trust Company; provided, however, that this shall not apply to a person who has obtained a license under Article 3 of the Secured Bonds Trust Act or authorization under Article 1(1) of the Act on Provision, etc. of Trust Business by Financial Institutions.

(名義貸しの禁止)

(Prohibition on Name Lending)

第十五条 信託会社は、自己の名義をもって、他人に信託業を営ませてはならない。

Article 15 No Trust Company shall have another person carry out Trust Business in its own name.

(取締役の兼職の制限等)

(Restriction, etc. on Concurrent Positions Being Held by Directors)

- 第十六条 信託会社の常務に従事する取締役(委員会設置会社にあっては、執行役)は、 他の会社の常務に従事し、又は事業を営む場合には、内閣総理大臣の承認を受けなけ ればならない。
- Article 16 (1) Where a director (in the case of a company with committees, an executive officer) who engages in the full time business, of a Trust Company, engages in the full time business of another company or carries out business, the director shall obtain the approval of the Prime Minister.
- 2 会社法第三百三十一条第二項ただし書(同法第三百三十五条第一項において準用する場合を含む。)、第三百三十二条第二項(同法第三百三十四条第一項において準用する場合を含む。)、第三百三十六条第二項及び第四百二条第五項ただし書の規定は、信託会社については、適用しない。
- (2) The provisions of the proviso to Article 331(2) (including the case where it is applied mutatis mutandis pursuant to Article 335(1) of the Companies Act), Article 332(2) (including the case where it is applied mutatis mutandis pursuant to Article 334(1) of that Act), Article 336(2), and the proviso to Article 402(5) of that Act shall not apply to Trust Companies.

第二節 主要株主

Section 2 Major Shareholders

(主要株主の届出)

(Notification by Major Shareholders)

第十七条 信託会社の主要株主(第五条第五項に規定する主要株主をいう。以下同 じ。)となった者は、対象議決権保有割合(対象議決権の保有者の保有する当該対象 議決権の数を当該信託会社の総株主の議決権の数で除して得た割合をいう。)、保有 の目的その他内閣府令で定める事項を記載した対象議決権保有届出書を、遅滞なく、 内閣総理大臣に提出しなければならない。

- Article 17 (1) A person who has become a Major Shareholder of a Trust Company (meaning a Major Shareholder as prescribed in Article 5(5); the same shall apply hereinafter) shall submit a notification of Subject Voting Rights Held to the Prime Minister, stating the Ratio of the Subject Voting Rights Held (meaning the rate calculated by dividing the number of Subject Voting Rights held by a person holding said Subject Voting Rights by the number of voting rights of all shareholders of said Trust Company), the purpose of such holding, and other matters specified by a Cabinet Office Ordinance without delay.
- 2 前項の対象議決権保有届出書には、第五条第二項第九号及び第十号に該当しないことを誓約する書面その他内閣府令で定める書類を添付しなければならない。
- (2) A document in which the Major Shareholder swears that the shareholder does not fall under Article 5(2)(ix) and (x) and other documents specified by a Cabinet Office Ordinance shall be attached to the notification of Subject Voting Rights Held set forth in the preceding paragraph.

(措置命令)

(Order on Measures)

- 第十八条 内閣総理大臣は、信託会社の主要株主が第五条第二項第九号イ若しくはロ又は第十号イからハまでのいずれかに該当する場合には、当該主要株主に対し三月以内の期間を定めて当該信託会社の主要株主でなくなるための措置その他必要な措置をとることを命ずることができる。
- Article 18 Where a Major Shareholder of a Trust Company falls under any of Article 5(2), item (ix), sub-item (a) or (b) or item (x), sub-item (a), (b), or (c), the Prime Minister may order said Major Shareholder to take measures so that the aid Major Shareholder will cease to be a Major Shareholder of said Trust Company or other necessary measures, and may specify a period not exceeding three months therefor.

(主要株主でなくなった旨の届出)

(Notification by Persons Who Have Ceased to Be Major Shareholders)

- 第十九条 信託会社の主要株主は、当該信託会社の主要株主でなくなったときは、遅滞なく、その旨を内閣総理大臣に届け出なければならない。
- Article 19 When a Major Shareholder of a Trust Company has ceased to be a Major Shareholder of said Trust Company, the Major Shareholder shall notify the Prime Minister to that effect without delay.

(信託会社を子会社とする持株会社に対する適用)

(Application to Holding Companies Which Have a Trust Company as Their Subsidiary Company)

- 第二十条 前三条の規定は、信託会社を子会社(第五条第六項に規定する子会社をいう。 第五十一条を除き、以下同じ。)とする持株会社の株主又は出資者について準用する。
- Article 20 The provisions of the preceding three Articles shall apply mutatis mutandis to the shareholders or investors of a Holding Company which has a Trust Company as its Subsidiary Company (meaning a Subsidiary Company as prescribed in Article 5(6); the same shall apply hereinafter except in Article 51).

第三節 業務

Section 3 Business

(業務の範囲)

(Scope of Business)

- 第二十一条 信託会社は、信託業のほか、信託契約代理業、信託受益権売買等業務及び 財産の管理業務(当該信託会社の業務方法書(第四条第二項第三号又は第八条第二項 第三号の業務方法書をいう。)において記載されている信託財産と同じ種類の財産に つき、当該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る。)を営む ことができる。
- Article 21 (1) In addition to Trust Business, a Trust Company may carry out Agency for Trust Agreements, Business for the Sale and Purchase, etc. of Beneficial Interest in Trust, and property management business (limited to business for managing property of the same kind as the trust property stated in the statement of operational procedures (meaning a statement of operational procedures as set forth in Article 4(2)(iii) or Article 8(2)(iii)) of said Trust Company by the same method as the method of managing said trust property).
- 2 信託会社は、前項の規定により営む業務のほか、内閣総理大臣の承認を受けて、その信託業務を適正かつ確実に営むことにつき支障を及ぼすおそれがない業務であって、 当該信託業務に関連するものを営むことができる。
- (2) In addition to business carried out pursuant to the provisions of the preceding paragraph, a Trust Company may, with the approval of the Prime Minister, carry out business that is not likely to interfere with the proper and reliable operation of its trust business and which is related thereto.
- 3 信託会社は、前項の承認を受けようとするときは、営む業務の内容及び方法並びに 当該業務を営む理由を記載した書類を添付して、申請書を内閣総理大臣に提出しなけ ればならない。
- (3) When a Trust Company wishes to obtain the approval set forth in the preceding paragraph, it shall submit a written application to the Prime Minister with a document stating the content and method of business to be carried out as well as reasons for carrying out said business attached thereto.
- 4 信託会社は、第二項の規定により営む業務の内容又は方法を変更しようとするとき は、内閣総理大臣の承認を受けなければならない。
- (4) When a Trust Company intends to change the content or method of business

- carried out pursuant to the provisions of paragraph (2), it shall obtain approval therefor from the Prime Minister.
- 5 信託会社は、第一項及び第二項の規定により営む業務のほか、他の業務を営むこと ができない。
- (5) A Trust Company may not carry out business other than business carried out pursuant to the provisions of paragraphs (1) and (2).
- 6 第三条の免許又は第七条第一項の登録の申請書に申請者が第一項の規定により営む 業務以外の業務を営む旨の記載がある場合において、当該申請者が当該免許又は登録 を受けたときには、当該業務を営むことにつき第二項の承認を受けたものとみなす。
- (6) Where a written application for a license under Article 3 or for registration under Article 7(1) includes a statement to the effect that the applicant carries out business other than business carried out pursuant to paragraph (1), when said applicant has obtained said license or registration, the applicant shall be deemed to have obtained approval set forth in paragraph (2) with regard to carrying out said business.

(信託業務の委託)

(Delegation of Trust Business)

- 第二十二条 信託会社は、次に掲げるすべての要件を満たす場合に限り、その受託する 信託財産について、信託業務の一部を第三者に委託することができる。
- Article 22 (1) A Trust Company may delegate to a third party part of its trust business with regard to the delegated trust property only when all of the following requirements are fulfilled:
 - 一 信託業務の一部を委託すること及びその信託業務の委託先(委託先が確定していない場合は、委託先の選定に係る基準及び手続)が信託行為において明らかにされていること。
 - (i) that the delegation of a part of trust business and the person who is delegated with the trust business (where the delegated party has not been settled, standards and procedures pertaining to selection thereof) have been made clear in the terms of trust; and
 - 二 委託先が委託された信託業務を的確に遂行することができる者であること。
 - (ii) that the person who is delegated with the trust business is a person who is able to rightly execute the delegated trust business.
- 2 信託会社が信託業務を委託した場合における第二十八条及び第二十九条(第三項を除く。)の規定並びにこれらの規定に係る第七章の規定の適用については、これらの規定中「信託会社」とあるのは、「信託会社(当該信託会社から委託を受けた者を含む。)」とする。
- (2) With regard to the application of the provisions of Article 28 and Article 29 (excluding paragraph (3)) and the provisions of Chapter VII pertaining to these provisions in cases where a Trust Company has delegated its trust business, the term "Trust Company" in these provisions shall be deemed to be replaced

- with "Trust Company (including a person who has been delegated by said Trust Company)."
- 3 前二項の規定(第一項第二号を除く。)は、次に掲げる業務を委託する場合には、 適用しない。
- (3) The provisions of the preceding two paragraphs (excluding paragraph (1), item (ii)) shall not apply to the case where the following business is delegated:
 - 一 信託財産の保存行為に係る業務
 - (i) business pertaining to the act of preserving trust property;
 - 二 信託財産の性質を変えない範囲内において、その利用又は改良を目的とする業務
 - (ii) business for the purpose of utilizing or improving trust property within an extent that does not change the nature of the trust property; or
 - 三 前二号のいずれにも該当しない業務であって、受益者の保護に支障を生ずること がないと認められるものとして内閣府令で定めるもの
 - (iii) business not falling under either of the preceding two items which is specified by a Cabinet Office Ordinance as being found not to interfere with the protection of the beneficiaries.

(信託業務の委託に係る信託会社の責任)

(Trust Company Liability Pertaining to delegation of Trust Business)

- 第二十三条 信託会社は、信託業務の委託先が委託を受けて行う業務につき受益者に加 えた損害を賠償する責めに任ずる。ただし、信託会社が委託先の選任につき相当の注 意をし、かつ、委託先が委託を受けて行う業務につき受益者に加えた損害の発生の防 止に努めたときは、この限りでない。
- Article 23 (1) A Trust Company shall be liable for compensating for damages caused to a beneficiary with regard to business conducted by a person delegated with trust business by said Trust Company; provided, however, that this shall not apply to the case where a Trust Company has taken appropriate care in selecting an delegated person and made efforts to prevent the damages caused to a beneficiary with regard to the business conducted by the delegated person under the delegation.
- 2 信託会社が信託業務を次に掲げる第三者(第一号又は第二号にあっては、株式の所有関係又は人的関係において、委託者と密接な関係を有する者として政令で定める者に該当し、かつ、受託者と密接な関係を有する者として政令で定める者に該当しない者に限る。)に委託したときは、前項の規定は、適用しない。ただし、信託会社が、当該委託先が不適任若しくは不誠実であること又は当該委託先が委託された信託業務を的確に遂行していないことを知りながら、その旨の受益者(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。第三号、第二十九条の三及び第五十一条第一項第五号において同じ。)に対する通知、当該委託先への委託の解除その他の必要な措置をとることを怠ったときは、この限りでない。
- (2) The preceding paragraph shall not apply to cases where the Trust Company

has delegated trust business to any of the third parties listed in the following items (in the case of the third party listed in item (i) or (ii), limited to a party having a close shareholding or personnel relationship with the settlor as specified by a Cabinet Order and not having a close shareholding or personnel relationship with the trustee as specified by a Cabinet Order); provided, however, that this shall not apply to cases where the Trust Company knows that the delegated party is unsuitable or untrustworthy or that the delegated party is not carrying out the delegated trust business appropriately, and fails to notify the beneficiaries (in cases where a beneficiary has a trust manager or agent at that time, including said trust manager or agent; the same shall apply in item (iii) of this paragraph, Article 29-3 and Article 51(1)(v)) thereof, fails to cancel the delegation to the delegated party, or fails to take any other necessary measures:

- 一 信託行為において指名された第三者
- (i) a third party designated in the terms of trust;
- 二 信託行為において信託会社が委託者の指名に従い信託業務を第三者に委託する旨 の定めがある場合において、当該定めに従い指名された第三者
- (ii) in cases where the terms of trust specifies to the effect that the Trust Company will delegate the trust business to a third party designated by the settlor, the third party designated in accordance therewith; or
- 三 信託行為において信託会社が受益者の指名に従い信託業務を第三者に委託する旨 の定めがある場合において、当該定めに従い指名された第三者
- (iii) in cases where the terms of trust specifies to the effect that the Trust Company will delegate the trust business to a third party designated by the beneficiary, the third party designated in accordance therewith.

(信託の引受けに係る行為準則)

(Rules for Acts Pertaining to Acceptance of a Trust)

- 第二十四条 信託会社は、信託の引受けに関して、次に掲げる行為(次条に規定する特定信託契約による信託の引受けにあっては、第五号に掲げる行為を除く。)をしてはならない。
- Article 24 (1) No Trust Company shall commit the following acts (in the case of accepting a trust under a Specific Trust Agreement prescribed in the following Article, excluding acts listed in item (v)) with regard to acceptance of trusts:
 - 一 委託者に対し虚偽のことを告げる行為
 - (i) the act of informing a settlor of a false fact;
 - 二 委託者に対し、不確実な事項について断定的判断を提供し、又は確実であると誤解させるおそれのあることを告げる行為
 - (ii) the act of providing a settlor with a assertive conclusion on an uncertain matter or informing a settlor of something that is likely to cause the settlor to misunderstand that an uncertain matter is certain;

- 三 委託者若しくは受益者又は第三者に対し、特別の利益の提供を約し、又はこれを 提供する行為(第三者をして特別の利益の提供を約させ、又はこれを提供させる行 為を含む。)
- (iii) the act of promising to provide a settlor, beneficiary, or third party with special profits, or providing special profits (including the act of having a third party promise to provide special profits or having a third party provide special profits thereto);
- 四 委託者若しくは受益者又は第三者に対し、信託の受益権について損失を生じた場合にこれを補てんし、若しくはあらかじめ一定額の利益を得なかった場合にこれを補足することを約し、又は信託の受益権について損失を生じた場合にこれを補てんし、若しくはあらかじめ一定額の利益を得なかった場合にこれを補足する行為(第三者をして当該行為を約させ、又は行わせる行為を含み、自己の責めに帰すべき事故による損失を補てんする場合を除く。)
- (iv) the act of promising to compensate a settlor, beneficiary, or third party in cases where any loss has occurred with regard to beneficial interest in trust, the act of promising to supplement any shortfall in the case that a predetermined amount of profits is not obtained, the act of compensating for losses in cases where any loss has occurred with regard to beneficial interest in trust or the act of supplementing any shortfall in the case that a predetermined amount of profits is not obtained (including the act of having a third party promise to conduct or conduct said acts, but excluding the case of compensating for losses caused by an accident imputable to the Trust Company's own liability); and
- 五 その他委託者の保護に欠けるものとして内閣府令で定める行為
- (v) other acts specified by a Cabinet Office Ordinance as lacking in protection for the settlors.
- 2 信託会社は、委託者の知識、経験、財産の状況及び信託契約を締結する目的に照らして適切な信託の引受けを行い、委託者の保護に欠けることのないように業務を営まなければならない。
- (2) A Trust Company shall accept a trust appropriate in light of the status of the settlors' knowledge, experience, and property and the purpose of concluding the trust agreement, and carry out its business so as not to lack protection for the settlors.

(金融商品取引法の準用)

(Application Mutatis Mutandis of the Financial Instruments and Exchange Act)

第二十四条の二 金融商品取引法第三章第一節第五款(第三十四条の二第六項から第八項まで(特定投資家が特定投資家以外の顧客とみなされる場合)並びに第三十四条の三第五項及び第六項(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)を除く。)(特定投資家)、同章第二節第一款(第三十五条から第三十六条の四

まで(第一種金融商品取引業又は投資運用業を行う者の業務の範囲、第二種金融商品 取引業又は投資助言・代理業のみを行う者の兼業の範囲、顧客に対する誠実義務、標 識の掲示、名義貸しの禁止、社債の管理の禁止等)、第三十七条第一項第二号(広告 等の規制)、第三十七条の二(取引態様の事前明示義務)、第三十七条の三第一項第 二号から第四号まで及び第六号並びに第三項(契約締結前の書面の交付)、第三十七 条の四(契約締結時等の書面の交付)、第三十七条の五(保証金の受領に係る書面の 交付)、第三十八条第一号及び第二号並びに第三十八条の二(禁止行為)、第三十九 条第一項、第二項第二号、第三項及び第五項(損失補てん等の禁止)、第四十条第一 号(適合性の原則等)並びに第四十条の二から第四十条の五まで(最良執行方針等、 分別管理が確保されていない場合の売買等の禁止、特定投資家向け有価証券の売買等 の制限、特定投資家向け有価証券に関する告知義務)を除く。)(通則)及び第四十 五条(第三号及び第四号を除く。)(雑則)の規定は、信託会社が行う信託契約(金 利、通貨の価格、金融商品市場(同法第二条第十四項に規定する金融商品市場をい う。)における相場その他の指標に係る変動により信託の元本について損失が生ずる おそれがある信託契約として内閣府令で定めるものをいう。以下「特定信託契約」と いう。)による信託の引受けについて準用する。この場合において、これらの規定中 「金融商品取引契約」とあるのは「特定信託契約」と、「金融商品取引業」とあるの は「特定信託契約の締結の業務」と、これらの規定(同法第三十四条の規定を除 く。)中「金融商品取引行為」とあるのは「特定信託契約の締結」と、同法第三十四 条中「顧客を相手方とし、又は顧客のために金融商品取引行為(第二条第八項各号に 掲げる行為をいう。以下同じ。)を行うことを内容とする契約」とあるのは「信託業 法第二十四条の二に規定する特定信託契約」と、同法第三十七条の三第一項第一号中 「商号、名称又は氏名及び住所」とあるのは「住所」と、同法第三十七条の六第一項 中「第三十七条の四第一項」とあるのは「信託業法第二十六条第一項」と、同法第三 十九条第二項第一号中「有価証券売買取引等」とあるのは「特定信託契約の締結」と、 「前項第一号」とあるのは「損失補てん等(信託業法第二十四条第一項第四号の損失 の補てん又は利益の補足をいう。第三号において同じ。)」と、同項第三号中「有価 証券売買取引等」とあるのは「特定信託契約の締結」と、「前項第三号の提供」とあ るのは「損失補てん等」と、同条第四項中「事故」とあるのは「信託会社の責めに帰 すべき事故」と読み替えるものとするほか、必要な技術的読替えは、政令で定める。

Article 24-2 The provisions of Chapter III, Section 1, Subsection 5 of the Financial Instruments and Exchange Act (Professional Investors) (excluding Article 34-2(6) to (8) inclusive (Cases Where Professional Investors Are Deemed to Be Customers Other Than Professional Investors) and Article 34-3(5) and (6) (Cases Where Juridical Persons Who Are Customers Other than Professional Investors Are Deemed to Be Professional Investors)), the provisions of Chapter III, Section 2, Subsection 1 of that Act (General Rules) (excluding Article 35 to Article 36-4 inclusive (Scope of Business of Persons Who Engage in Type I Financial Instruments Business or Investment Management Business; Scope of Additional Business or Investment Advisory and

Agency Business; Duty of Good Faith to Customers; Posting of Signs; Prohibition on Name Lending; Prohibition on Administration of Bonds, etc.), Article 37(1)(ii) (Regulations on Advertising, etc.), Article 37-2 (Obligation to Clarify in Advance), Article 37-3(1)(ii) to (iv) inclusive and (vi) and 37-3(3) (Delivery of Documents Prior to the Conclusion of a Contract), Article 37-4 (Delivery of Documents upon Conclusion of a Contract, etc.), Article 37-5 (Delivery of Documents Pertaining to Receipt of Security Deposits), Article 38(i) and (ii) and Article 38-2 (Prohibited Acts), Article 39(1), Article 39(2)(ii), Article 39(3) and (5) (Prohibition of Compensation of Loss, etc.), Article 40(i) (Rule of Suitability), and Article 40-2 to Article 40-5 inclusive (Best Execution Policy; Prohibition of Sales and Purchases, etc. where Separate Management Is Not Maintained; Restriction on Sales, etc. of Securities to Professional Investors; Obligation to Provide Professional Investors with Information Regarding Securities)), and the provisions of Article 45 (Miscellaneous Provisions) of that Act (excluding items (iii) and (iv)) shall apply mutatis mutandis to acceptance by a Trust Company of a trust under a trust agreement (meaning those that are specified by a Cabinet Office Ordinance as trust agreements with the risk of a trust principal loss caused by fluctuation in the interest rate, currency value, quotations on a Financial Instruments Market (meaning a Financial Instruments Market as prescribed in Article 2(14) of that Act), or any other index; hereinafter referred to as a "Specific Trust Agreement"). In this case, the term "Contract for a Financial Instruments Transaction" and "Financial Instruments Business" in these provisions shall respectively be deemed to be replaced with "Specific Trust Agreement" and "business for the conclusion of Specific Trust Agreements"; the term "Financial Instruments Transaction" in these provisions (excluding Article 34 of that Act) shall be deemed to be replaced with "conclusion of Specific Trust Agreements"; the term "contract to carry out Acts for a Financial Instruments Transaction (meaning acts listed in the items of Article 2(8); the same shall apply hereinafter) with a customer as the other party or on behalf of a customer" in Article 34 of that Act shall be deemed to be replaced with "Specific Trust Agreements prescribed in Article 24-2 of the Trust Business Act"; the term "the trade name or name and address" in Article 37-3(1)(i) of the Financial Instruments and Exchange Act shall be deemed to be replaced with "the address"; the term "Article 37-4(1)" in Article 37-6(1) of that Act shall be deemed to be replaced with "Article 26(1) of the Trust Business Act"; the terms "Sales and Purchases or Other Transactions of Securities, etc." and "item (i) of the preceding paragraph" in Article 39(2)(i) of the Financial Instruments and Exchange Act shall respectively be deemed to be replaced with "conclusion of Specific Trust Agreements" and "Compensation of Losses, etc. (meaning compensation for losses or supplementation of profit as prescribed in Article

24(1)(iv) of the Trust Business Act; the same shall apply in item (iii))"; the term "Sales and Purchases or Other Transactions of Securities, etc." and "provided under item (iii) of the preceding paragraph" in Article 39(2)(iii) of the Financial Instruments and Exchange Act shall respectively be deemed to be replaced with "conclusion of Specific Trust Agreements" and "pertaining to compensation of losses, etc."; and the term "Problematic Conduct" in Article 39(4) of that Act shall be deemed to be replaced with "an accident imputable to a Trust Company." In addition, the necessary technical replacement of terms shall be specified by a Cabinet Order.

(信託契約の内容の説明)

(Explanation of the Content of a Trust Agreement)

- 第二十五条 信託会社は、信託契約による信託の引受けを行うときは、あらかじめ、委託者に対し当該信託会社の商号及び次条第一項第三号から第十六号までに掲げる事項 (特定信託契約による信託の引受けを行うときは、同号に掲げる事項を除く。)を説明しなければならない。ただし、委託者の保護に支障を生ずることがない場合として 内閣府令で定める場合は、この限りでない。
- Article 25 When a Trust Company accepts a trust under a trust agreement, it shall in advance provide the settlor with the trade name of said Trust Company as well as an explanation on the matters listed in items (iii) to (xvi) inclusive of paragraph (1) of the following Article (when the trust company accepts a trust under a Specific Trust Agreement, the matters listed in that items shall be excluded); provided, however, that this shall not apply to the cases specified by a Cabinet Office Ordinance as cases where omission of such explanation will not interfere with the protection of the settlor.

(信託契約締結時の書面交付)

(Delivery of Documents on Concluding a Trust Agreement)

- 第二十六条 信託会社は、信託契約による信託の引受けを行ったときは、遅滞なく、委託者に対し次に掲げる事項を明らかにした書面を交付しなければならない。ただし、 当該書面を委託者に交付しなくても委託者の保護に支障を生ずることがない場合として内閣府令で定める場合は、この限りでない。
- Article 26 (1) When a Trust Company has accepted a trust under a trust agreement, it shall deliver a document specifying the following matters to the settlor without delay; provided, however, that this shall not apply to the cases specified by a Cabinet Office Ordinance as cases where not delivering said documents will not interfere with the protection of the settlor.
 - 一 信託契約の締結年月日
 - (i) the year, month, and day of conclusion of the trust agreement;
 - 二 委託者の氏名又は名称及び受託者の商号
 - (ii) the name of the settlor, and the trade name of the trustee;

- 三 信託の目的
- (iii) the purposes of the trust;
- 四 信託財産に関する事項
- (iv) matters concerning the trust property;
- 五 信託契約の期間に関する事項
- (v) matters concerning the period of the trust agreement;
- 六 信託財産の管理又は処分の方法に関する事項(第二条第三項各号のいずれにも該当しない信託にあっては、信託財産の管理又は処分の方針を含む。)
- (vi) matters concerning the method of management or disposition of trust property (with regard to a trust not falling under any of the items of Article 2(3), including the policy for management or disposition of trust property);
- 七 信託業務を委託する場合(第二十二条第三項各号に掲げる業務を委託する場合を 除く。)には、委託する信託業務の内容並びにその業務の委託先の氏名又は名称及 び住所又は所在地(委託先が確定していない場合は、委託先の選定に係る基準及び 手続)
- (vii) in cases where trust business is to be delegated (excluding the cases where business listed in the items of Article 22(3) is to be delegated), the contents of trust business to be delegated as well as the name and address or location of the person to be delegated with said business (where the delegated party has not been settled, the standards and procedures pertaining to selection thereof);
- 八 第二十九条第二項各号に掲げる取引を行う場合には、その旨及び当該取引の概要 (viii) in cases where any transaction listed in the items of Article 29(2) is to be conducted, the fact that said transaction will take place and an outline of said transaction;
- 九 受益者に関する事項
- (ix) matters concerning the beneficiaries;
- 十 信託財産の交付に関する事項
- (x) matters concerning delivery of the trust property;
- 十一 信託報酬に関する事項
- (xi) matters concerning the trust fees;
- 十二 信託財産に関する租税その他の費用に関する事項
- (xii) matters concerning taxes and other costs related to the trust property;
- 十三 信託財産の計算期間に関する事項
- (xiii) matters concerning the accounting period for the trust property;
- 十四 信託財産の管理又は処分の状況の報告に関する事項
- (xiv) matters concerning reports on the status of management or disposition of the trust property;
- 十五 信託契約の合意による終了に関する事項
- (xv) matters concerning termination of the trust agreement by agreement; and 十六 その他内閣府令で定める事項

(xvi) any other matters specified by a Cabinet Office Ordinance.

- 2 信託会社は、前項の書面の交付に代えて、政令で定めるところにより、委託者の承諾を得て、当該書面に記載すべき事項を電磁的方法(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をいう。以下同じ。)により提供することができる。この場合において、当該信託会社は、当該書面を交付したものとみなす。
- (2) A Trust Company may, in lieu of delivering the document set forth in the preceding paragraph, provide the information that is to be contained in the document under that paragraph by Electromagnetic Means (meaning a method using an electronic data processing system or other methods using information and communications technology which are specified by a Cabinet Office Ordinance; the same shall apply hereinafter), with the approval of the settlor, pursuant to the provisions of a Cabinet Order. In this case, the Trust Company shall be deemed to have delivered said document.
- 3 第一項第十三号の信託財産の計算期間は、内閣府令で定める場合を除き、一年を超 えることができない。
- (3) The accounting period for the trust property prescribed in paragraph (1)(xiii) shall not exceed one year, unless otherwise provided for in a Cabinet Office Ordinance.

(信託財産状況報告書の交付)

(Delivery of Reports on the Status of Trust Property)

- 第二十七条 信託会社は、その受託する信託財産について、当該信託財産の計算期間ごとに、信託財産状況報告書を作成し、当該信託財産に係る受益者に対し交付しなければならない。ただし、信託財産状況報告書を受益者に交付しなくても受益者の保護に支障を生ずることがない場合として内閣府令で定める場合は、この限りでない。
- Article 27 (1) A Trust Company shall prepare a report on the status of trust property delegated thereto for each accounting period therefor, and deliver it to the beneficiaries of said trust property; provided, however, that this shall not apply to the cases specified by a Cabinet Office Ordinance as the cases where not delivering said report will not interfere with the protection of the beneficiaries.
- 2 前条第二項の規定は、受益者に対する前項の信託財産状況報告書の交付について準 用する。
- (2) The provisions of paragraph (2) of the preceding Article shall apply mutatis mutandis to the delivery of a report on the status of trust property set forth in the preceding paragraph to the beneficiaries.

(信託会社の忠実義務等)

(Trust Companies' Duty of Loyalty, etc.)

第二十八条 信託会社は、信託の本旨に従い、受益者のため忠実に信託業務その他の業

務を行わなければならない。

- Article 28 (1) Trust Companies shall loyally carry out trust business or other business for beneficiaries in accordance with the main purpose of trust.
- 2 信託会社は、信託の本旨に従い、善良な管理者の注意をもって、信託業務を行わな ければならない。
- (2) Trust Companies shall carry out trust business with due care of a prudent manager in accordance with the main purpose of trust.
- 3 信託会社は、内閣府令で定めるところにより、信託法第三十四条の規定に基づき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ための体制その他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を整備しなければならない。
- (3) Trust Companies shall, pursuant to the provisions of a Cabinet Office Ordinance, develop a system for managing property entrusted thereto as trust property, its own property, and property entrusted thereto as the trust property of other trusts in a segregated manner, and shall develop other systems to avoid damage being done to trust property and to prevent Trust Business from losing credibility pursuant to the provisions of Article 34 of the Trust Act.

(信託財産に係る行為準則)

(Rules of Conducts Pertaining to Trust Property)

- 第二十九条 信託会社は、その受託する信託財産について、次に掲げる行為をしてはな らない。
- Article 29 (1) No Trust Company shall commit the following acts with regard to entrusted trust property:
 - 一 通常の取引の条件と異なる条件で、かつ、当該条件での取引が信託財産に損害を 与えることとなる条件での取引を行うこと。
 - (i) an act of conducting a transaction under conditions which are different from those for ordinary transactions and because of which the transaction will cause damage to the trust property;
 - 二 信託の目的、信託財産の状況又は信託財産の管理若しくは処分の方針に照らして 不必要な取引を行うこと。
 - (ii) an act of conducting a transaction which is unnecessary in light of the purpose of the trust, the status of the trust property, or the policy for the management or disposition of the trust property;
 - 三 信託財産に関する情報を利用して自己又は当該信託財産に係る受益者以外の者の 利益を図る目的をもって取引(内閣府令で定めるものを除く。)を行うこと。
 - (iii) an act of conducting a transaction (excluding one specified by a Cabinet Office Ordinance) in pursuit of the Trust Company's own interests or the interests of a person other than the beneficiary of the trust property by using information on said trust property; and

- 四 その他信託財産に損害を与え、又は信託業の信用を失墜させるおそれがある行為 として内閣府令で定める行為
- (iv) other acts specified by a Cabinet Office Ordinance as those which are likely to cause damages to trust property or to cause Trust Business to lose credibility.
- 2 信託会社は、信託行為において次に掲げる取引を行う旨及び当該取引の概要について定めがあり、又は当該取引に関する重要な事実を開示してあらかじめ書面若しくは電磁的方法による受益者(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。)の承認を得た場合(当該取引をすることができない旨の信託行為の定めがある場合を除く。)であり、かつ、受益者の保護に支障を生ずることがない場合として内閣府令で定める場合を除き、次に掲げる取引をしてはならない。
- (2) No Trust Company shall conduct the following transactions, except in cases where there are provisions to the effect that any of the following transactions are to be conducted and provisions on the outline of said transaction, in the terms of trust, or the case where the approval of the beneficiaries (in cases where a beneficiary has a trust manager or an agent at that time, including said trust manager or agent) has been obtained in advance, in writing or by Electromagnetic Means, by disclosing material facts relating to said transaction (excluding the case where there are provisions in the act of trust to the effect that said Trust Company may not conduct said transaction), which is specified by a Cabinet Office Ordinance as a case where conducting said transaction will not interfere with the protection of the beneficiaries:
 - 一 自己又はその利害関係人(株式の所有関係又は人的関係において密接な関係を有する者として政令で定める者をいう。)と信託財産との間における取引
 - (i) a transaction between the Trust Company itself or its Interested Person (meaning a person specified by a Cabinet Order as having a share-capital relationship or a close personal relationship) and the trust property;
 - 二 一の信託の信託財産と他の信託の信託財産との間の取引
 - (ii) a transaction between the trust property of one trust and the trust property of another trust;
 - 三 第三者との間において信託財産のためにする取引であって、自己が当該第三者の 代理人となって行うもの
 - (iii) a transaction conducted with a third party for the trust property ih which the Trust Company acts as an agent of the third party.
- 3 信託会社は、前項各号の取引をした場合には、信託財産の計算期間ごとに、当該期間における当該取引の状況を記載した書面を作成し、当該信託財産に係る受益者に対し交付しなければならない。ただし、当該書面を受益者に対し交付しなくても受益者の保護に支障を生ずることがない場合として内閣府令で定める場合は、この限りでない
- (3) Where a Trust Company has conducted any of the transactions set forth in

the items of the preceding paragraph, it shall prepare, with respect to each accounting period for the trust property, a document stating the status of said transaction during said period, and shall deliver said document to the beneficiary of said trust property; provided, however, that this shall not apply to the cases specified by a Cabinet Office Ordinance as cases where not delivering said document will not interfere with the protection of the beneficiaries.

- 4 第二十六条第二項の規定は、受益者に対する前項の書面の交付について準用する。
- (4) The provisions of Article 26(2) shall apply mutatis mutandis to the delivery of a document set forth in the preceding paragraph to the beneficiary.

(重要な信託の変更等)

(Major Change, etc. to Trust)

- 第二十九条の二 信託会社は、重要な信託の変更(信託法第百三条第一項各号に掲げる 事項に係る信託の変更をいう。)又は信託の併合若しくは信託の分割(以下この条に おいて「重要な信託の変更等」という。)をしようとする場合には、これらが当該信 託の目的に反しないこと及び受益者の利益に適合することが明らかである場合その他 内閣府令で定める場合を除き、次に掲げる事項を、内閣府令で定めるところにより公 告し、又は受益者(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。以下この条において同じ。)に各別に催告しな ければならない。
- Article 29-2 (1) When a Trust Company intends to make any material modification to a trust (meaning a modification to a trust pertaining to the matters listed in the items of Article 103(1) of the Trust Act) or to consolidate or split a trust (hereinafter referred to as "Material Modification, etc. to the Trust" in this Article), it shall give public notice of the following matters pursuant to the provisions of a Cabinet Office Ordinance or send a notice to the respective beneficiaries (in cases where a beneficiary has a trust manager or an agent at that time, including said trust manager or agent; hereinafter the same shall apply in this Article), excluding the cases where such changes, etc. are not in conflict with the purpose of the trust and such changes, etc. are clearly in line with the beneficiaries' interests or any other cases specified by a Cabinet Office Ordinance.
 - 一 重要な信託の変更等をしようとする旨
 - (i) that it intends to make Major Changes, etc. to the Trust;
 - 二 重要な信託の変更等に異議のある受益者は一定の期間内に異議を述べるべき旨
 - (ii) that a beneficiary who have any objection to the Major Changes, etc. to the Trust should raise their objections within a certain period of time; and
 - 三 その他内閣府令で定める事項
 - (iii) any other matters specified by a Cabinet Office Ordinance.
- 2 前項第二号の期間は、一月を下ることができない。

- (2) The period set forth in item (ii) of the preceding paragraph shall not be less than one month.
- 3 第一項第二号の期間内に異議を述べた受益者の当該信託の受益権の個数が当該信託 の受益権の総個数の二分の一を超えるとき(各受益権の内容が均等でない場合にあっ ては、当該信託の受益権の価格の額が同項の規定による公告又は催告の時における当 該信託の受益権の価格の総額の二分の一を超えるときその他内閣府令で定めるとき) は、同項の重要な信託の変更等をしてはならない。
- (3) No Material Modification, etc. to the Trust prescribed in paragraph (1) shall be effected in cases where the number of beneficial interests in the trust held by beneficiaries who raised objections within the period prescribed in paragraph (1)(ii) exceeds half of the total number of beneficial interests in said trust (or, if the conditions of each beneficial interest are not the same, cases where the price of beneficial interest in the trust held by such beneficiaries exceeded half of the total price of the beneficial interests in the trust as of the time of the public notice or notice pursuant to the provision of that paragraph, or any other cases specified by a Cabinet Office Ordinance).
- 4 前三項の規定は、次の各号のいずれかに該当するときは、適用しない。
- (4) The provisions of the preceding three paragraphs shall not apply to a case to which any of the following items applies:
 - 一 信託行為に受益者集会における多数決による旨の定めがあるとき。
 - (i) when the act of trust provides that Material Modification, etc. to the Trust are subject to majority vote at a beneficiaries meeting;
 - 二 前号に定める方法以外の方法により当該信託の受益権の総個数(各受益権の内容が均等でない場合にあっては、当該信託の受益権の価格の総額その他内閣府令で定めるもの)の二分の一を超える受益権を有する受益者の承認を得たとき。
 - (ii) when the approval of beneficiaries holding beneficial interests exceeding half of the total number of the beneficial interests in the trust (or, if the conditions of each beneficial interest are not the same, the total price of said beneficial interests in the trust or any others specified by a Cabinet Office Ordinance) has been obtained by a method other than that specified in the preceding item; or
 - 三 前二号に掲げる場合のほか、これらの場合に準ずる場合として内閣府令で定める場合に該当するとき。
 - (iii) in addition to the cases listed in the preceding two items, those specified by a Cabinet Office Ordinance as cases equivalent thereto.
- 5 一個の信託約款に基づいて、信託会社が多数の委託者との間に締結する信託契約に あっては、当該信託契約の定めにより当該信託約款に係る信託を一の信託とみなして、 前各項の規定を適用する。
- (5) With regard to a trust agreement to be concluded between a Trust Company and a large number of settlors pursuant to same general conditions of trust, the trust pertaining to said the general conditions of trust shall be deemed to

be a single trust pursuant to the provisions of said trust agreement and the provisions of each of the preceding paragraphs shall apply.

(費用等の償還又は前払の範囲等の説明)

(Explanation of the Scope, etc. of Reimbursement or Advance Payment of Expenses, etc.)

第二十九条の三 信託会社は、受益者との間において、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 きは、当該合意に基づいて費用等(同法第四十八条第一項に規定する費用等をい う。)若しくは信託報酬の償還又は費用若しくは信託報酬の前払を受けることができ る範囲その他の内閣府令で定める事項を説明しなければならない。

Article 29-3 When a Trust Company is trying to reach an agreement prescribed in Article 48(5) of the Trust Act (including the cases where it is applied mutatis mutandis pursuant to Article 54(4) of that Act) with a beneficiary, it shall provide an explanation on the scope of reimbursement of Expenses, etc. (meaning Expenses, etc. prescribed in Article 48(1) of that Act) or trust fees to be paid pursuant to said agreement, or on the scope of advance payment of expenses or trust fees to be paid pursuant to said agreement, as well as other matters specified by a Cabinet Office Ordinance.

(信託の公示の特例)

(Exceptions to Public Notice of a Trust)

第三十条 信託会社が信託財産として所有する登録国債(国債に関する法律(明治三十九年法律第三十四号)第二条第二項の規定により登録をした国債をいう。)について同法第三条の移転の登録その他内閣府令・財務省令で定める登録を内閣府令・財務省令で定めるところにより信託財産である旨を明示してする場合は、信託法第十四条の規定の適用については、これらの登録を信託の登録とみなす。

Article 30 Where a Trust Company registers a transfer under Article 3 of the Act on National Government Bonds (Act No. 34 of 1906) or where there is any other registration specified by a Cabinet Office Ordinance or an Ordinance of the Ministry of Finance with regard to Registered National Government Bonds (meaning national government bonds registered pursuant to the provisions of Article 2(2) of that Act) which the Trust Company holds as trust property pursuant to the provisions of a Cabinet Office Ordinance or an Ordinance of the Ministry of Finance and which are registered by clearly indicating that said registered national government bonds are trust property, with regard to the application of the provisions of Article 14 of the Trust Act, such registration shall be deemed to be registration of a trust.

(信託財産に係る債務の相殺)

(Offsetting of Obligations Pertaining to Trust Property)

- 第三十一条 信託会社は、信託財産に属する債権で清算機関(金融商品取引法第二条第二十九項に規定する金融商品取引清算機関をいう。以下この項において同じ。)を債務者とするもの(清算機関が債務引受け(同法第百五十六条の三第一項第六号に規定する金融商品債務引受業等として行う債務引受けに限る。以下この項において同じ。)により債務者となった場合に限る。)については、他の信託財産に属する債務(清算機関による債務引受けの対価として負担したものに限る。)と相殺をすることができる。ただし、信託行為に別段の定めがある場合は、この限りでない。
- Article 31 (1) A Trust Company may offset the claim on a trust property whose obligor is a Clearing Organization (meaning a Financial Instruments Clearing Organization as prescribed in Article 2(29) of the Financial Instruments and Exchange Act; hereinafter the same shall apply in this paragraph) (limited to cases where the Clearing Organization has become the obligor due to the assumption of obligations (limited to assumption of obligations undertaken on Assumption of Financial Instruments Obligations as prescribed in Article 156-3(1)(vi) of that Act; hereinafter the same shall apply in this paragraph)) against another trust property's obligations (limited to those assumed as consideration for assumption of obligations by the Clearing Organization); provided, however, that this shall not apply to cases where otherwise provided for in the act of trust.
- 2 前項の規定により相殺を行う信託会社は、当該相殺により信託財産に損害を生じさせたときは、その損害を賠償する責めに任ずる。
- (2) When a Trust Company which has offset claims pursuant to the provisions of the preceding paragraph causes any damage to the trust property arising from said set-off, it shall be liable for compensating for the damages.

第四節 経理

Section 4 Accounting

(事業年度)

(Business Year)

第三十二条 信託会社の事業年度は、四月一日から翌年三月三十一日までとする。

Article 32 The business year of a Trust Company shall be from April 1 of a given year to March 31 of the next year.

(事業報告書)

(Business Report)

- 第三十三条 信託会社は、事業年度ごとに、事業報告書を作成し、毎事業年度経過後三 月以内に内閣総理大臣に提出しなければならない。
- Article 33 A Trust Company shall prepare a business report with respect to each business year and submit it to the Prime Minister within three months from the end of each business year.

(業務及び財産の状況に関する説明書類の縦覧)

(Public Inspection of Explanatory Documents Concerning the Status of Business and Property)

- 第三十四条 信託会社は、事業年度ごとに、業務及び財産の状況に関する事項として内閣府令で定めるものを記載した説明書類を作成し、毎事業年度終了の日以後内閣府令で定める期間を経過した日から一年間、すべての営業所に備え置き、公衆の縦覧に供しなければならない。
- Article 34 (1) A Trust Company shall prepare an explanatory document stating matters specified by a Cabinet Office Ordinance as those concerning the status of business and property with respect to each business year, and shall keep copies thereof at all of its business offices and thereby make it available for public inspection for one year from the day on which the period specified by a Cabinet Office Ordinance has elapsed after the end of each business year.
- 2 前項に規定する説明書類は、電磁的記録(電子的方式、磁気的方式その他人の知覚によっては認識することができない方式で作られる記録であって、電子計算機による情報処理の用に供されるもので内閣府令で定めるものをいう。以下同じ。)をもって作成することができる。
- (2) The explanatory document prescribed in the preceding paragraph may be prepared in the form of an Electromagnetic Record (meaning a record in electronic form, magnetic form, or any other form not recognizable to human perception, which is used in information processing by computers and which is specified by a Cabinet Office Ordinance; the same shall apply hereinafter).
- 3 第一項に規定する説明書類が電磁的記録をもって作成されているときは、信託会社 の営業所において当該説明書類の内容である情報を電磁的方法により不特定多数の者 が提供を受けることができる状態に置く措置として内閣府令で定めるものをとること ができる。この場合においては、同項に規定する説明書類を公衆の縦覧に供したもの とみなす。
- (3) When the explanatory document prescribed in paragraph (1) has been prepared in the form of an Electromagnetic Record, a Trust Company may take measures specified by a Cabinet Office Ordinance as those for making information contained in said explanatory document available to unspecified many persons by Electromagnetic Means at its business offices. In this case, the explanatory document prescribed in that paragraph shall be deemed to have been made available for public inspection.

(株主の帳簿閲覧権の否認)

(Denial of a Shareholder's Right to Inspect the Books)

第三十五条 会社法第四百三十三条の規定は、信託会社(管理型信託会社を除く。以下 第三十九条までにおいて同じ。)の会計帳簿及びこれに関する資料(信託財産に係る ものに限る。)については、適用しない。 Article 35 The provisions of Article 433 of the Companies Act shall not apply to accounting books of a Trust Company (excluding Custodian Type Trust Companies; hereinafter the same shall apply in this Article to Article 39 inclusive) and materials relevant thereto (limited to those pertaining to trust property).

第五節 監督

Section 5 Supervision

(合併の認可)

(Authorization for Mergers)

- 第三十六条 信託会社を全部又は一部の当事者とする合併は、内閣総理大臣の認可を受けなければ、その効力を生じない。
- Article 36 (1) A merger wherein all or part of the parties thereto are Trust Companies shall not be effected without the authorization of the Prime Minister.
- 2 前項の認可を受けようとする信託会社は、合併後存続する株式会社又は合併により 設立する株式会社(第四項において「合併後の信託会社」という。)について第四条 第一項各号に掲げる事項を記載した申請書を内閣総理大臣に提出しなければならない。
- (2) A Trust Company that wishes to obtain authorization under the preceding paragraph shall submit a written application to the Prime Minister stating the matters listed in the items of Article 4(1) with regard to the stock company surviving the merger or the stock company to be incorporated upon merger (referred to as a "Post-Merger Trust Company" in paragraph (4)).
- 3 前項の申請書には、合併契約書その他内閣府令で定める書類を添付しなければならない。
- (3) A merger agreement and any other document specified by a Cabinet Office Ordinance shall be attached to the written application set forth in the preceding paragraph.
- 4 内閣総理大臣は、第一項の認可の申請があった場合においては、合併後の信託会社が第五条第一項各号に掲げる基準に適合するかどうかを審査しなければならない。この場合において、内閣総理大臣は、合併後の信託会社が第五条第二項各号に掲げる要件のいずれかに該当するとき、又は第二項の申請書若しくは前項の添付書類のうちに虚偽の記載があり、若しくは重要な事実の記載が欠けているときは、認可を与えてはならない。
- (4) When an application for authorization set forth in paragraph (1) has been filed, the Prime Minister shall examine whether the Post-Merger Trust Company conforms to the standards listed in the items of Article 5(1). In this case, when the Post-Merger Trust Company falls under any of the requirements listed in the items of Article 5(2), or when the written application set forth in paragraph (2) or the attached documents set forth in the preceding

- paragraph include any false statements or fail to state any material facts, the Prime Minister shall not grant the authorization.
- 5 第一項の認可を受けて合併により設立する株式会社は、その成立の時に、第三条の 内閣総理大臣の免許を受けたものとみなす。
- (5) A stock company to be incorporated upon merger under authorization set forth in paragraph (1) shall be deemed to have obtained a license from the Prime Minister under Article 3 at the time of incorporation thereof.

(新設分割の認可)

(Authorization for an Incorporation-Type Company Split)

- 第三十七条 信託会社が新たに設立する株式会社に信託業の全部の承継をさせるために 行う新設分割(次項及び第五項において「新設分割」という。)は、内閣総理大臣の 認可を受けなければ、その効力を生じない。
- Article 37 (1) An incorporation-type company split implemented by a Trust Company for the purpose of having a newly incorporated stock company succeed to the whole of its Trust Business (referred to as "Incorporation-Type Company Split" in the following paragraph and paragraph (5)) shall not be effected without the authorization of the Prime Minister.
- 2 前項の認可を受けようとする信託会社は、新設分割により設立する株式会社(第四項において「設立会社」という。)について第四条第一項各号に掲げる事項を記載した申請書を内閣総理大臣に提出しなければならない。
- (2) A Trust Company that wishes to obtain the authorization set forth in the preceding paragraph shall submit a written application to the Prime Minister stating the matters listed in the items of Article 4(1) with regard to the stock company to be incorporated by the Incorporation-Type Company Split (referred to as the "Incorporated Company" in paragraph (4)).
- 3 前項の申請書には、分割計画その他内閣府令で定める書類を添付しなければならない。
- (3) A company split plan and any other document specified by a Cabinet Office Ordinance shall be attached to the written application set forth in the preceding paragraph.
- 4 内閣総理大臣は、第一項の認可の申請があった場合においては、設立会社が第五条 第一項各号に掲げる基準に適合するかどうかを審査しなければならない。この場合に おいて、内閣総理大臣は、設立会社が第五条第二項各号に掲げる要件のいずれかに該 当するとき、又は第二項の申請書若しくは前項の添付書類のうちに虚偽の記載があり、 若しくは重要な事実の記載が欠けているときは、認可を与えてはならない。
- (4) When an application has been filed for the authorization set forth in paragraph (1), the Prime Minister shall examine whether the Incorporated Company conforms to the standards listed in the items of Article 5(1). In this case, when the Incorporated Company falls under any of the conditions listed in the items of Article 5(2), or when the written application set forth in

- paragraph (2) or the attached documents set forth in the preceding paragraph include any false statement or fail to state any material fact, the Prime Minister shall not grant the authorization.
- 5 第一項の認可を受けて新設分割により設立する株式会社は、その成立の時に、第三 条の内閣総理大臣の免許を受けたものとみなす。
- (5) A stock company to be incorporated in an Incorporation-Type Company Split with authorization under paragraph (1) shall be deemed to have obtained a license from the Prime Minister under Article 3 at the time of incorporation.

(吸収分割の認可)

(Authorization for an Absorption-Type Split)

- 第三十八条 信託会社が他の株式会社に信託業の全部又は一部の承継をさせるために行 う吸収分割(次項及び第五項において「吸収分割」という。)は、内閣総理大臣の認 可を受けなければ、その効力を生じない。ただし、管理型信託業のみの承継をさせる 吸収分割については、この限りでない。
- Article 38 (1) An absorption-type split implemented by a Trust Company for the purpose of having another stock company succeed to the whole or a part of its Trust Business (referred to as "Absorption-Type Split" in the following paragraph and paragraph (5)) shall not be effected without the authorization of the Prime Minister; provided, however, that this shall not apply to Absorption-Type Split in which only Custodian Type Trust Business is succeeded to.
- 2 前項の認可を受けようとする信託会社は、吸収分割により信託業の全部又は一部の 承継をする株式会社(以下この条において「承継会社」という。)について次に掲げ る事項を記載した申請書を内閣総理大臣に提出しなければならない。
- (2) A Trust Company that wishes to obtain the authorization set forth in the preceding paragraph shall submit a written application to the Prime Minister stating the following matters with regard to the stock company which will succeed to all or a part of Trust Business upon the Absorption-Type Split (hereinafter referred to as "Succeeding Company" in this Article):
 - 一 第四条第一項各号に掲げる事項
 - (i) the matters listed in the items of Article 4(1); and
 - 二 承継会社が承継する信託業の内容
 - (ii) the contents of Trust Business to be succeeded to by the Succeeding Company.
- 3 前項の申請書には、分割計画その他内閣府令で定める書類を添付しなければならない。
- (3) A company split plan and any other document specified by a Cabinet Office Ordinance shall be attached to the written application set forth in the preceding paragraph.
- 4 内閣総理大臣は、第一項の認可の申請があった場合においては、承継会社が第五条 第一項各号に掲げる基準に適合するかどうかを審査しなければならない。この場合に

- おいて、内閣総理大臣は、承継会社が第五条第二項各号に掲げる要件のいずれかに該当するとき、又は第二項の申請書若しくは前項の添付書類のうちに虚偽の記載があり、若しくは重要な事実の記載が欠けているときは、認可を与えてはならない。
- (4) When an application has been filed for the authorization set forth in paragraph (1), the Prime Minister shall examine whether the Succeeding Company conforms to the standards listed in the items of Article 5(1). In this case, when the Succeeding Company falls under any of the conditions listed in the items of Article 5(2), or when the written application set forth in paragraph (2) or the attached documents set forth in the preceding paragraph include any false statement or fail to state any material fact, the Prime Minister shall not grant the authorization.
- 5 第一項の認可を受けて吸収分割により信託業の全部の承継をする株式会社は、当該 承継の時に、第三条の内閣総理大臣の免許を受けたものとみなす。
- (5) A stock company which succeeds to the entirety of Trust Business through an Absorption-Type Split with the authorization under paragraph (1) shall be deemed to have obtained a license from the Prime Minister under Article 3 at the time of succession.

(事業譲渡の認可)

(Authorization for a Business Transfer)

- 第三十九条 信託会社が他の信託会社に行う信託業の全部又は一部の譲渡(次項において「事業譲渡」という。)は、内閣総理大臣の認可を受けなければ、その効力を生じない。ただし、管理型信託業のみの譲渡をする事業譲渡については、この限りでない。
- Article 39 (1) A transfer by a Trust Company to another Trust Company of all or part of its Trust Business (referred to as a "Business Transfer" in the following paragraph) shall not be effected without the authorization of the Prime Minister; provided, however, that this shall not apply to a Business Transfer in which only Custodian Type Trust Business is transferred.
- 2 前項の認可を受けようとする信託会社は、事業譲渡により信託業の全部又は一部の 譲受けをする信託会社(以下この条において「譲受会社」という。)について次に掲 げる事項を記載した申請書を内閣総理大臣に提出しなければならない。
- (2) A Trust Company that wishes to obtain the authorization set forth in the preceding paragraph shall submit a written application to the Prime Minister stating the following matters with regard to a Trust Company which will acquire all or part of Trust Business under said Business Transfer (hereinafter referred to as the "Assignee Company"):
 - 第四条第一項各号に掲げる事項
 - (i) the matters listed in the items of Article 4(1); and
 - 二 譲受会社が承継する信託業の内容
 - (ii) the contents of Trust Business to be succeeded to by the Assignee Company.
- 3 前項の申請書には、譲渡契約書その他内閣府令で定める書類を添付しなければなら

ない。

- (3) A business transfer agreement and any other document specified by a Cabinet Office Ordinance shall be attached to the written application set forth in the preceding paragraph.
- 4 内閣総理大臣は、第一項の認可の申請があった場合においては、譲受会社が第五条 第一項各号に掲げる基準に適合するかどうかを審査しなければならない。この場合に おいて、内閣総理大臣は、譲受会社が第五条第二項各号に掲げる要件のいずれかに該 当するとき、又は第二項の申請書若しくは前項の添付書類のうちに虚偽の記載があり、 若しくは重要な事実の記載が欠けているときは、認可を与えてはならない。
- (4) When an application has been filed for the authorization set forth in paragraph (1), the Prime Minister shall examine whether the Assignee Company conforms to the standard listed in the items of Article 5(1). In this case, when the Assignee Company falls under any of the conditions listed in the items of Article 5(2), or when the written application set forth in paragraph (2) or the attached documents set forth in the preceding paragraph include any false statement or fail to state any material fact, the Prime Minister may not grant an authorization.
- 5 前各項の規定は、信託会社が他の外国信託会社に行う信託業の全部又は一部の譲渡 について準用する。この場合において、次の表の上欄に掲げる規定中同表の中欄に掲 げる字句は、同表の下欄に掲げる字句と読み替えるものとする。
- (5) The provisions of each of the preceding paragraphs shall apply mutatis mutandis to the transfer of Trust Business in whole or in part by a Trust Company to a Foreign Trust Company. In this case, the term and phrases listed in the middle column of the following table in the provisions listed in the left-hand column of the same table shall be deemed to be replaced with the terms and phrases listed in the right-hand column of said table.

第二項第一号	第四条第一項各号	第五十三条第二項各号
paragraph (2), item (i)	the items of Article 4(1)	the items of Article 53(2)
第四項	第五条第一項各号	第五十三条第五項各号
paragraph (4)	the items of Article 5(1)	the items of Article 53(5)
	第五条第二項各号	第五十三条第六項各号
	the items of Article 5(2)	the items of Article 53(6)

(権利義務の承継)

(Succession to Rights and Obligations)

第四十条 合併後存続する信託会社又は合併により設立する信託会社は、合併により消滅する信託会社の業務に関し、当該信託会社が内閣総理大臣による認可その他の処分に基づいて有していた権利義務を承継する。

Article 40 (1) A Trust Company surviving a merger or a Trust Company incorporated in a merger shall succeed to the rights and obligations which the

Trust Company extinguished in the merger had held in regard to business, based on authorization from or any other disposition made by the Prime Minister.

- 2 前項の規定は、会社分割により信託業の全部の承継をする信託会社について準用する。
- (2) The provisions of the preceding paragraph shall apply mutatis mutandis to a Trust Company which succeeds to the whole of Trust Business through a company split.

(届出等)

(Notifications, etc.)

- 第四十一条 信託会社は、次の各号のいずれかに該当することとなったときは、遅滞なく、その旨を内閣総理大臣に届け出なければならない。
- Article 41 (1) When a Trust Company has come to fall under any of the following items, it shall notify the Prime Minister to that effect without delay:
 - 一 破産手続開始、再生手続開始又は更生手続開始の申立てを行ったとき。
 - (i) when the Trust Company has filed a petition for commencement of bankruptcy proceedings, commencement of rehabilitation proceedings, or commencement of reorganization proceedings;
 - 二 合併(当該信託会社が合併により消滅した場合を除く。)をし、会社分割により 信託業の一部の承継をさせ、又は信託業の一部の譲渡をしたとき。
 - (ii) when the Trust Company has effected a merger (excluding the case where said Trust Company has been extinguished in a merger), when it has had a part of its Trust Business succeeded to due to a company split, or when it has had transferred a part of its Trust Business; or
 - 三 その他内閣府令で定める場合に該当するとき。
 - (iii) when the Trust Company falls under any other cases prescribed by a Cabinet Office Ordinance.
- 2 信託会社が次の各号のいずれかに該当することとなったときは、当該各号に定める 者は、遅滞なく、その旨を内閣総理大臣に届け出なければならない。
- (2) When a Trust Company has come to fall under any of the following items, the person specified in each of the relevant items shall notify the Prime Minister to that effect without delay:
 - 一 信託業を廃止したとき(会社分割により信託業の全部の承継をさせたとき、及び 信託業の全部の譲渡をしたときを含む。)。 その会社
 - (i) when the Trust Company has closed its Trust Business (including the cases where the Trust Company has had all of its Trust Business succeeded to due to a company split, and the cases where the Trust Company has had all of its Trust Business transferred): said Trust Company;
 - 二 合併により消滅したとき。 その会社を代表する取締役若しくは執行役又は監査 役であった者

- (ii) when the Trust Company has been extinguished due to a merger: the person who was a director or executive officer representing the company or a company auditor;
- 三 破産手続開始の決定により解散したとき。 その破産管財人
- (iii) when the Trust Company has been dissolved due to an order for the commencement of bankruptcy proceedings: the bankruptcy trustee; and 四 合併及び破産手続開始の決定以外の理由により解散したとき。 その清算人
- (iv) when the Trust Company has been dissolved for a reason other than a merger or the commencement of bankruptcy proceedings: the liquidator.
- 3 信託会社は、信託業の廃止をし、合併(当該信託会社が合併により消滅するものに限る。)をし、合併及び破産手続開始の決定以外の理由による解散をし、会社分割による信託業の全部若しくは一部の承継をさせ、又は信託業の全部又は一部の譲渡をしようとするときは、その日の三十日前までに、内閣府令で定めるところにより、その旨を公告するとともに、すべての営業所の公衆の目につきやすい場所に掲示しなければならない。
- (3) When a Trust Company intends to close its Trust Business, effect a merger (limited to a merger in which said Trust Company will be extinguished), dissolve due to any reason other than a merger or the commencement of bankruptcy proceedings, have its Trust Business succeeded to in whole or in part due to a company split, or transfer its Trust Business in whole or in part, it shall, by thirty days prior to the date when any of these events takes place, give public notice to that effect and post a notice to that effect in a place easily seen by the public at all of its business offices, pursuant to the provisions of a Cabinet Office Ordinance.
- 4 信託会社は、前項の公告をしたときは、直ちに、その旨を内閣総理大臣に届け出なければならない。
- (4) When a Trust Company has given the public notice set forth in the preceding paragraph, it shall immediately notify the Prime Minister to that effect.
- 5 信託会社(管理型信託会社を除く。以下この項において同じ。)が第七条第一項若しくは第五十二条第一項の登録を受けたとき、又は管理型信託会社が第五十二条第一項の登録を受けたときは、当該信託会社又は当該管理型信託会社は、遅滞なく、内閣府令で定めるところにより、その旨を公告するとともに、すべての営業所の公衆の目につきやすい場所に掲示しなければならない。
- (5) When a Trust Company (excluding a Custodian Type Trust Company; hereinafter the same shall apply in this paragraph) has been registered pursuant to Article 7(1) or Article 52(1), or when a Custodian Type Trust Company has been registered pursuant to Article 52(1), the Trust Company or the Custodian Type Trust Company shall, without delay, give public notice to that effect and post a notice to that effect in a place easily seen by the public at all of its business offices, pursuant to the provisions of a Cabinet Office Ordinance.

- 6 会社法第九百四十条第一項(第二号を除く。)及び第三項(電子公告の公告期間等)の規定は、信託会社が電子公告によりこの法律又は他の法律の規定による公告(会社法の規定による公告を除く。)をする場合について準用する。この場合において、必要な技術的読替えば、政令で定める。
- (6) The provisions of Article 940(1) (excluding item (ii)) and 940(3) (Public Notice Period, etc. of Electronic Public Notice) of the Companies Act shall apply mutatis mutandis to the cases where a Trust Company gives a public notice pursuant to the provisions of this Act or any other Act (excluding the public notice to be made pursuant to the provisions of the Companies Act) by means of electronic public notice. In this case, any necessary technical replacement of terms shall be specified by a Cabinet Order.

(立入検査等)

(Inspections, etc.)

- 第四十二条 内閣総理大臣は、信託会社の信託業務の健全かつ適切な運営を確保するため必要があると認めるときは、当該信託会社、当該信託会社とその業務に関して取引する者若しくは当該信託会社を子会社とする持株会社に対し当該信託会社の業務若しくは財産に関し参考となるべき報告若しくは資料の提出を命じ、又は当該職員に当該信託会社の営業所その他の施設若しくは当該信託会社を子会社とする持株会社の営業所若しくは事務所に立ち入らせ、これらの業務若しくは財産の状況に関して質問させ、若しくは帳簿書類その他の物件を検査させることができる。
- Article 42 (1) When the Prime Minister finds it necessary for securing the sound and appropriate operations of a Trust Company's trust business, the Prime Minister may order said Trust Company, a person who conducts transactions with said Trust Company with regard to said business, or a Holding Company which has said Trust Company as a subsidiary company to submit reports or materials that should be used as a reference concerning the business or property of said Trust Company, and may have the officials enter a business office or any other facility of said Trust Company or a business office or office of the Holding Company which has said Trust Company as a Subsidiary Company, and have them ask questions about the status of its business or property and inspect its books, documents, and other relevant items.
- 2 内閣総理大臣は、信託会社の信託業務の健全かつ適切な運営を確保するため特に必要があると認めるときは、その必要の限度において、当該信託会社の主要株主若しくは当該信託会社を子会社とする持株会社の主要株主に対し第十七条から第十九条までの届出若しくは措置若しくは当該信託会社の業務若しくは財産に関し参考となるべき報告若しくは資料の提出を命じ、又は当該職員にこれらの主要株主の営業所若しくは事務所に立ち入らせ、第十七条から第十九条までの届出若しくは措置若しくは当該信託会社の業務若しくは財産の状況に関して質問させ、若しくは当該主要株主の書類その他の物件を検査させることができる。
- (2) When the Prime Minister finds it especially necessary for securing the sound

and appropriate operations of a Trust Company's trust business, the Prime Minister may, to the extent of that necessity, order the Major Shareholders of said Trust Company or the Major Shareholders of a Holding Company which has said Trust Company as a subsidiary company to submit notifications under Article 17 to Articles 19 inclusive or to take measures under those Articles, or to submit reports or materials that should be used as a reference concerning the business or property of said Trust Company, and may have the officials enter the business offices or offices of such Major Shareholders, and have them ask questions about notifications or measures under Article 17 to Article 19 inclusive or the status of business or property of said Trust Company, and may have them inspect the documents or other relevant items of said Major Shareholders.

- 3 内閣総理大臣は、信託会社の信託業務の健全かつ適切な運営を確保するため特に必要があると認めるときは、その必要の限度において、当該信託会社から業務の委託を受けた者に対し当該信託会社の業務若しくは財産に関し参考となるべき報告若しくは資料の提出を命じ、又は当該職員に当該信託会社から業務の委託を受けた者の施設に立ち入らせ、当該信託会社の業務若しくは財産の状況に関して質問させ、若しくは帳簿書類その他の物件を検査させることができる。
- (3) When the Prime Minister finds it especially necessary for securing the sound and appropriate operations of a Trust Company's trust business, the Prime Minister may, to the extent of that necessity, order a person who has been delegated with business by said Trust Company to submit reports or materials that should be used as a reference concerning the business or property of said Trust Company, and may have the officials enter a facility of a person who has been delegated with business by said Trust Company, and have them ask questions about the status of the business or property of said Trust Company and inspect the books, documents, and other relevant items.
- 4 前項の信託会社から業務の委託を受けた者は、正当な理由があるときは、同項の規定による報告若しくは資料の提出又は質問若しくは検査を拒むことができる。
- (4) A person who has been delegated with business by a Trust Company as set forth in the preceding paragraph may refuse to submit a report or materials, may refuse questioning, and may refuse to undergo inspection under the provisions of that paragraph when there are justifiable grounds.
- 5 第一項から第三項までの規定により立入検査をする職員は、その身分を示す証明書 を携帯し、関係者に提示しなければならない。
- (5) An official who carries out an inspection pursuant to the provisions of paragraphs (1) to (3) inclusive shall carry a certificate for identification and present it to the persons concerned.
- 6 第一項から第三項までの規定による立入検査の権限は、犯罪捜査のために認められ たものと解してはならない。
- (6) The authority for inspection under the provisions of paragraphs (1) to (3)

inclusive shall not be construed as being for criminal investigation.

(業務改善命令)

(Order to Improve Business Operations)

- 第四十三条 内閣総理大臣は、信託会社の業務又は財産の状況に照らして、当該信託会 社の信託業務の健全かつ適切な運営を確保するため必要があると認めるときは、当該 信託会社に対し、その必要の限度において、業務方法書の変更、財産の供託その他業 務の運営又は財産の状況の改善に必要な措置を命ずることができる。
- Article 43 When the Prime Minister finds it necessary for securing the sound and appropriate operations of a Trust Company's trust business in light of the status of business or property of said Trust Company, the Prime Minister may, within the limits of that necessity, order said Trust Company to change the contents of its statement of operational procedures, deposit its property, or take other measures necessary to improve the operation of business or the status of property.

(運用型信託会社に対する監督上の処分)

(Supervisory Dispositions against an Investment-Based Trust Company)

- 第四十四条 内閣総理大臣は、信託会社(管理型信託会社を除く。以下この条において同じ。)が次の各号のいずれかに該当する場合においては、当該信託会社の第三条の免許を取り消し、又は六月以内の期間を定めて業務の全部若しくは一部の停止を命ずることができる。
- Article 44 (1) Where a Trust Company (excluding an Custodian Type Trust Company; hereinafter the same shall apply in this Article) falls under any of the following items, the Prime Minister may rescind the Trust Company's license under Article 3, or may order said Trust Company to suspend its business operations in whole or in part and specify a period not exceeding six months therefor.
 - 一 第五条第二項第一号から第六号までに該当することとなったとき。
 - (i) when the Trust Company has come to fall under any of Article 5(2)(i) to (vi) inclusive;
 - 二 第三条の免許を受けた当時に第五条第二項各号のいずれかに該当していたことが 判明したとき。
 - (ii) when the Trust Company is found to have fallen under any of the items of Article 5(2) at the time when it obtained a license under Article 3;
 - 三 信託業務を的確に遂行するに足りる人的構成を有しないこととなったとき。
 - (iii) when the Trust Company has ceased to have a sufficient personnel composition to allow for the right execution of trust business;
 - 四 不正の手段により第三条の免許を受けたことが判明したとき。
 - (iv) when the Trust Company is found to have obtained a license under Article 3 by wrongful means;

- 五 第三条の免許に付した条件に違反したとき。
- (v) when the Trust Company has violated any condition attached to a license under Article 3;
- 六 法令又は法令に基づく内閣総理大臣の処分に違反したとき。
- (vi) when the Trust Company has violated laws and regulations or a disposition made by the Prime Minister pursuant to laws and regulations; or
- 七 公益を害する行為をしたとき。
- (vii) when the Trust Company has committed an act that is harmful to the public interest.
- 2 内閣総理大臣は、信託会社の取締役若しくは執行役、会計参与又は監査役が、第五 条第二項第八号イからチまでのいずれかに該当することとなったとき、又は前項第五 号若しくは第六号に該当する行為をしたときは、当該信託会社に対し当該取締役若し くは執行役、会計参与又は監査役の解任を命ずることができる。
- (2) When a director or executive officer, an accounting advisor, or a company auditor of a Trust Company has come to fall under any of Article 5(2)(viii)(a) to (h) inclusive, or has committed any act that falls under item (v) or (vi) of the preceding paragraph, the Prime Minister may order said Trust Company to dismiss said director, executive officer, accounting advisor, or company auditor.

(管理型信託会社に対する監督上の処分)

(Supervisory Dispositions against a Custodian Type Trust Company)

- 第四十五条 内閣総理大臣は、管理型信託会社が次の各号のいずれかに該当する場合に おいては、当該管理型信託会社の第七条第一項の登録を取り消し、又は六月以内の期間を定めて業務の全部若しくは一部の停止を命ずることができる。
- Article 45 (1) Where an Custodian Type Trust Company falls under any of the following items, the Prime Minister may rescind said Custodian Type Trust Company's registration under Article 7(1), or may order said Custodian Type Trust Company to suspend its business operations in whole or in part and specify a period not exceeding six months therefor:
 - 一 第五条第二項第一号又は第四号から第六号までに該当することとなったとき。
 - (i) when said Custodian Type Trust Company has come to fall under any of Article 5(2)(i) or items (iv) to (vi) inclusive of that paragraph;
 - 二 第十条第一項第二号から第五号までに該当することとなったとき。
 - (ii) when said Custodian Type Trust Company has come to fall under any of Article 10(1)(ii) to (v) inclusive;
 - 三 不正の手段により第七条第一項の登録を受けたことが判明したとき。
 - (iii) when said Custodian Type Trust Company is found to have been registered under Article 7(1) by wrongful means;
 - 四 法令又は法令に基づく内閣総理大臣の処分に違反したとき。
 - (iv) when said Custodian Type Trust Company has violated laws and regulations or a disposition made by the Prime Minister pursuant to laws

and regulations; or

- 五 公益を害する行為をしたとき。
- (v) when said Custodian Type Trust Company has committed an act that is harmful to the public interest.
- 2 内閣総理大臣は、管理型信託会社の取締役若しくは執行役、会計参与又は監査役が、 第五条第二項第八号イからチまでのいずれかに該当することとなったとき、又は前項 第四号に該当する行為をしたときは、当該管理型信託会社に対し当該取締役若しくは 執行役、会計参与又は監査役の解任を命ずることができる。
- (2) When a director or executive officer, an accounting advisor, or a company auditor of a Custodian Type Trust Company has come to fall under any of Article 5(2)(viii)(a) to (h) inclusive, or has committed any act that falls under item (iv) of the preceding paragraph, the Prime Minister may order said Custodian Type Trust Company to dismiss said director, executive officer, accounting advisor, or company auditor.

(免許又は登録の失効)

(Loss of Effect of a License or Registration)

- 第四十六条 信託会社が第四十一条第二項各号のいずれかに該当することとなったとき は、当該信託会社の第三条の免許又は第七条第一項の登録は、その効力を失う。
- Article 46 (1) When a Trust Company has come to fall under any of the items of Article 41(2), said Trust Company's license under Article 3 or its registration under Article 7(1) shall cease to be effective.
- 2 信託会社(管理型信託会社を除く。)が第七条第一項又は第五十二条第一項の登録 を受けたときは、当該信託会社の第三条の免許は、その効力を失う。
- (2) When a Trust Company (excluding a Custodian Type Trust Company) has obtained a registration under Article 7(1) or Article 52(1), said Trust Company's license under Article 3 shall cease to be effective.
- 3 管理型信託会社が第三条の免許又は第五十二条第一項の登録を受けたときは、当該 管理型信託会社の第七条第一項の登録は、その効力を失う。
- (3) When a Custodian Type Trust Company has obtained a license under Article 3 or a registration under Article 52(1), said Custodian Type Trust Company's registration under Article 7(1) shall cease to be effective.

(登録の抹消)

(Cancellation of Registration)

- 第四十七条 内閣総理大臣は、第七条第三項の登録の更新をしなかったとき、第四十五 条第一項の規定により第七条第一項の登録を取り消したとき、又は前条第一項若しく は第三項の規定により第七条第一項の登録がその効力を失ったときは、当該登録を抹 消しなければならない。
- Article 47 When the Prime Minister has not renewed a registration under Article 7(3) or has rescinded a registration under Article 7(1) pursuant to the

provisions of Article 45(1), or when a registration under Article 7(1) has ceased to be effective pursuant to the provisions of paragraph (1) or (3) of the preceding Article, the Prime Minister shall cancel said registration.

(監督処分の公告)

(Public Notice of Overseeing Dispositions)

- 第四十八条 内閣総理大臣は、第四十四条第一項の規定により第三条の免許を取り消したとき、第四十五条第一項の規定により第七条第一項の登録を取り消したとき、又は第四十四条第一項若しくは第四十五条第一項の規定により業務の全部若しくは一部の停止を命じたときは、その旨を公告しなければならない。
- Article 48 When the Prime Minister has rescinded a license under Article 3 pursuant to the provisions of Article 44(1), has rescinded a registration under Article 7(1) pursuant to the provisions of Article 45(1), or has ordered suspension of business in whole or in part pursuant to the provisions of Article 44(1) or Article 45(1), the Prime Minister shall give a public notice to that effect.

(免許等の取消し等の場合の解任手続)

(Procedures for Dismissal in the Case of Rescission, etc. of a License, etc.)

- 第四十九条 内閣総理大臣が、第七条第三項の登録の更新をしなかった場合、第四十四条第一項の規定により第三条の免許を取り消した場合又は第四十五条第一項の規定により第七条第一項の登録を取り消した場合における信託法第五十八条第四項の適用については、同項中「委託者又は受益者」とあるのは、「委託者、受益者又は内閣総理大臣」とする。
- Article 49 (1) In the cases where the Prime Minister has not renewed a registration under Article 7(3), has rescinded a license under Article 3 pursuant to the provisions of Article 44(1), or has rescinded a registration under Article 7(1) pursuant to the provisions of Article 45(1), with regard to an application under Article 58(4) of the Trust Act, the term "settlor or beneficiary" in that paragraph shall be deemed to be replaced with "settlor, beneficiary, or the Prime Minister."
- 2 前項の場合における信託法第六十二条第二項の適用については、同項中「利害関係人」とあるのは、「利害関係人又は内閣総理大臣」とする。
- (2) With regard to the application of Article 62(2) of the Trust Act in the cases set forth in the preceding paragraph, the term "interested party" in that paragraph shall be deemed to be replaced with "interested party or the Prime Minister."
- 3 第一項の場合において、裁判所が信託会社であった受託者を解任するまでの間は、 当該信託会社であった受託者は、なお信託会社とみなす。
- (3) In the cases referred to in paragraph (1), a trustee which was formerly a Trust Company shall be deemed to be a Trust Company for the period until the

court dismisses the trustee which was formerly the Trust Company.

(清算手続等における内閣総理大臣の意見等)

(Opinion, etc. of the Prime Minister in Liquidation Proceedings, etc.)

- 第五十条 裁判所は、信託会社の清算手続、破産手続、再生手続、更生手続又は承認援 助手続において、内閣総理大臣に対し、意見を求め、又は検査若しくは調査を依頼す ることができる。
- Article 50 (1) In liquidation proceedings, bankruptcy proceedings, rehabilitation proceedings, reorganization proceedings, or recognition assistance proceedings for a Trust Company, the court may request the opinion of the Prime Minister, or may request that an inspection or investigation be carried out thereby.
- 2 内閣総理大臣は、前項に規定する手続において、必要があると認めるときは、裁判 所に対し、意見を述べることができる。
- (2) When the Prime Minister finds it necessary, the Prime Minister may state an opinion to the court pertaining to the proceedings prescribed in the preceding paragraph.
- 3 第四十二条第一項、第五項及び第六項の規定は、第一項の規定により内閣総理大臣 が裁判所から検査又は調査の依頼を受けた場合について準用する。
- (3) The provisions of Article 42(1), (5) and (6) shall apply mutatis mutandis to cases where the Prime Minister receives a request for inspection or investigation from the court pursuant to the provision of paragraph (1).

第六節 特定の信託についての特例

Section 6 Special Provisions Concerning Specific Trusts

(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)

(Special Provisions Concerning Trusts Created by Any of the Methods Listed in Article 3(iii) of the Trust Act)

- 第五十条の二 信託法第三条第三号に掲げる方法によって信託をしようとする者は、当該信託の受益権を多数の者(政令で定める人数以上の者をいう。第十項において同じ。)が取得することができる場合として政令で定める場合には、内閣総理大臣の登録を受けなければならない。ただし、当該信託の受益者の保護のため支障を生ずることがないと認められる場合として政令で定める場合は、この限りでない。
- Article 50-2 (1) A person who intends to create a trust by any of the methods listed in Article 3(iii) of the Trust Act shall be registered by the Prime Minister in the cases specified by a Cabinet Order as the cases where many persons (meaning persons of a number specified by a Cabinet Order or more; the same shall apply in paragraph (10)) may acquire beneficial interest in said trust; provided, however, that this shall not apply to the cases specified by a Cabinet Order as the cases where the creation of such a trust will not interfere with the protection of the beneficiaries of said trust.

- 2 第七条第二項から第六項までの規定は、前項の登録について準用する。
- (2) The provisions of Article 7(2) to (6) inclusive shall apply mutatis mutandis to the registration set forth in the preceding paragraph.
- 3 第一項の登録(前項において準用する第七条第三項の登録の更新を含む。第六項並びに第十二項の規定により読み替えて適用する第四十五条第一項第三号及び第九十一条において同じ。)を受けようとする者(第六項において「申請者」という。)は、次に掲げる事項を記載した申請書を内閣総理大臣に提出しなければならない。
- (3) A person who wishes to be registered under paragraph (1) (including renewal of a registration under Article 7(3), as applied mutatis mutandis pursuant to the preceding paragraph; the same shall apply in paragraph (6), as well as in Article 45(1)(iii) and Article 91 as applied pursuant to the replacement of terms under the provisions of paragraph (12)) (referred to as the "Applicant" in paragraph (6)) shall submit a written application to the Prime Minister stating the following matters:
 - 一 商号
 - (i) the trade name;
 - 二 資本金の額
 - (ii) the amount of stated capital;
 - 三 取締役及び監査役(委員会設置会社にあっては取締役及び執行役、持分会社にあっては業務を執行する社員)の氏名
 - (iii) the names of the directors and company auditors (in the case of a company with committees, the directors and executive officers; and in the case of a Holding Company, the managing members);
 - 四 会計参与設置会社にあっては、会計参与の氏名又は名称
 - (iv) in the case of a company with accounting advisors, the names of the accounting advisors;
 - 五 信託法第三条第三号に掲げる方法によってする信託に係る事務に関する業務の種 類
 - (v) the type of business relating to affairs pertaining to trusts created by any of the methods listed in Article 3(iii) of the Trust Act;
 - 六 前号の業務以外の業務を営むときは、その業務の種類
 - (vi) where the person carries out business other than the business set forth in the preceding item, the type of business; and
 - 七 信託法第三条第三号に掲げる方法によってする信託に係る事務を行う営業所の名 称及び所在地
 - (vii) the names and locations of business offices which carry out affairs pertaining to trusts created by any of the methods listed in Article 3(iii) of the Trust Act.
- 4 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。
- (4) The following documents shall be attached to the written application set forth in the preceding paragraph:

- 一 定款
- (i) the articles of incorporation;
- 二 会社(会社法第二条第一号に規定する会社をいう。第六項において同じ。)の登 記事項証明書
- (ii) a certificate of the registered matters of the company (meaning a company prescribed in Article 2(i) of the Companies Act; the same shall apply in paragraph (6));
- 三 信託法第三条第三号に掲げる方法によってする信託に係る事務の内容及び方法を 記載した書類
- (iii) a document stating the content and method of affairs pertaining to trusts created by any of the methods listed in Article 3(iii) of the Trust Act;
- 四 貸借対照表
- (iv) a balance sheet; and
- 五 その他内閣府令で定める書類
- (v) other documents specified by a Cabinet Office Ordinance.
- 5 前項第三号の書類には、次に掲げる事項を記載しなければならない。
- (5) The document set forth in item (iii) of the preceding paragraph shall state the following matters:
 - 一 信託法第三条第三号に掲げる方法によってする信託の信託財産の種類
 - (i) the type of trust property of trusts created by any of the methods listed in Article 3(iii) of the Trust Act;
 - 二 信託財産の管理又は処分の方法
 - (ii) the method of management or disposition of the trust property;
 - 三 信託財産の分別管理の方法
 - (iii) the method of segregated management of the trust property;
 - 四 信託法第三条第三号に掲げる方法によってする信託に係る事務の実施体制
 - (iv) the system for carrying out affairs pertaining to trusts created by any of the methods listed in Article 3(iii) of the Trust Act;
 - 五 信託法第三条第三号に掲げる方法によってする信託に係る事務の一部を第三者に 委託する場合には、委託する事務の内容並びに委託先の選定に係る基準及び手続 (第二十二条第三項各号に該当する事務を委託する場合を除く。)
 - (v) in cases where part of affairs pertaining to trusts created by any of the methods listed in Article 3(iii) of the Trust Act is delegated to a third party, the content of the affairs delegated thereto as well as the standards and procedures pertaining to the selection of the person delegated with said part of the affairs (excluding the case where affairs that fall under any of the items of Article 22(3) are delegated);
 - 六 信託受益権売買等業務を営む場合には、当該業務の実施体制
 - (vi) where the person carries out Business for the Sale and Purchase, etc. of Beneficial Interest in Trust, the system for carrying out said business; and 七 その他内閣府令で定める事項

- (vii) other matters specified by a Cabinet Office Ordinance.
- 6 内閣総理大臣は、申請者が次の各号のいずれかに該当するとき、又は第三項の申請 書若しくは第四項各号に掲げる添付書類のうちに虚偽の記載があり、若しくは重要な 事実の記載が欠けているときは、その登録を拒否しなければならない。
- (6) When the Applicant falls under any of the following items, or when the written application set forth in paragraph (3) or any of the attached documents listed in the items of paragraph (4) include any false statements or fail to state any material facts, the Prime Minister shall refuse to register the Applicant:
 - 一 会社でない者
 - (i) a person who is not a company;
 - 二 資本金の額が受益者の保護のため必要かつ適当なものとして政令で定める金額に 満たない会社
 - (ii) a company whose amount of stated capital is less than the amount specified by a Cabinet Order as necessary and appropriate for the protection of the beneficiaries;
 - 三 純資産額が前号に規定する金額に満たない会社
 - (iii) a company whose amount of net assets is less than the amount prescribed in the preceding item;
 - 四 定款若しくは第四項第三号に掲げる書類の規定が、法令に適合せず、又は信託法 第三条第三号に掲げる方法によってする信託に係る事務を適正に遂行するために十 分なものでない会社
 - (iv) a company for whom provisions of the articles of incorporation or provisions of the document set forth in paragraph (4)(iii) do not conform to laws and regulations or are not sufficient for it to properly execute affairs pertaining to trusts created by any of the methods listed in Article 3(iii) of the Trust Act;
 - 五 人的構成に照らして、信託法第三条第三号に掲げる方法によってする信託に係る 事務を的確に遂行することができる知識及び経験を有すると認められない会社
 - (v) a company which, in light of its personnel composition, is found not to have the knowledge and experience that would allow for the right execution of affairs pertaining to trusts created by any of the methods listed in Article 3(iii) of the Trust Act;
 - 六 第五条第二項第五号又は第六号に該当する会社
 - (vi) a company which falls under Article 5(2)(v) or (vi);
 - 七 他に営む業務が公益に反すると認められ、又は当該他に営む業務を営むことがそ の信託に係る事務を適正かつ確実に行うことにつき支障を及ぼすおそれがあると認 められる会社
 - (vii) a company whose other business is found to be contrary to the public interest, or a company for which carrying out said other business is likely to interfere with the proper and reliable execution of its affairs pertaining to trusts; or

- 八 取締役若しくは執行役、会計参与又は監査役のうちに第五条第二項第八号イから チまでのいずれかに該当する者のある会社
- (viii) a company whose directors or executive officers, accounting advisors, or company auditors include a person who falls under any of Article 5(2)(viii)(a) to (h) inclusive.
- 7 前項第三号の純資産額は、内閣府令で定めるところにより計算するものとする。
- (7) The amount of net assets set forth in item (iii) of the preceding paragraph shall be calculated pursuant to the provisions of a Cabinet Office Ordinance.
- 8 内閣総理大臣は、第一項の登録の申請があった場合においては、第六項の規定により登録を拒否する場合を除くほか、次に掲げる事項を自己信託登録簿に登録しなければならない。
- (8) Where an application has been filed for registration under paragraph (1), the Prime Minister shall register the following matters in the registry of self-declared trusts except when the Prime Minister refuses to register said trust pursuant to the provisions of paragraph (6):
 - 一 第三項各号に掲げる事項
 - (i) the matters listed in the items of paragraph (3); and
 - 二 登録年月日及び登録番号
 - (ii) the date of registration and the registration number.
- 9 内閣総理大臣は、自己信託登録簿を公衆の縦覧に供しなければならない。
- (9) The Prime Minister shall make the registry of self-settled trusts available for public inspection.
- 10 第一項の登録を受けた者が信託法第三条第三号に掲げる方法によって信託をした とき(当該信託の受益権を多数の者が取得することができる場合として政令で定める ときに限る。)は、当該登録を受けた者以外の者であって政令で定めるものに、内閣 府令で定めるところにより、当該信託財産に属する財産の状況その他の当該財産に関 する事項を調査させなければならない。
- (10) When a person who has been registered under paragraph (1) has created a trust by any of the methods listed in Article 3(iii) of the Trust Act (limited to the cases specified by a Cabinet Order as the cases where many persons may acquire beneficial interest in said trust), the person shall, pursuant to the provisions of a Cabinet Office Ordinance, have a person other than said registered person who is specified by a Cabinet Order inspect the status of the property belonging to the relevant trust property or other matters relating to said property.
- 11 第一項の登録を受けた者は、内閣府令で定めるところにより、他に営む業務を営むことが同項の信託に係る事務を適正かつ確実に行うことにつき支障を及ぼすことのないようにしなければならない。
- (11) A person who has been registered under paragraph (1) shall, pursuant to the provisions of a Cabinet Office Ordinance, ensure that carrying out other business will not interfere with the proper and reliable execution of affairs

pertaining to trusts set forth in that paragraph.

- 第一項の登録を受けて同項の信託をする場合には、当該登録を受けた者を信託会 社(第十二条第二項及び第三項、第十三条第二項、第四十五条並びに第四十七条にあ っては、管理型信託会社)とみなして、第十一条(第十項の免許の取消し及び失効に 係る部分を除く。)、第十二条第二項及び第三項、第十三条第二項、第十五条、第二 十二条、第二十三条、第二十四条第一項(第三号及び第四号(これらの規定中委託者 に係る部分を除く。) に係る部分に限る。) 、第二十七条から第二十九条まで、第二 十九条の二(第五項を除く。)、第二十九条の三から第三十一条まで、第三十三条、 第三十四条、第四十条、第四十一条(第五項を除く。)、第四十二条、第四十三条、 第四十五条(第一項第二号を除く。)、第四十六条第一項(免許の失効に係る部分を 除く。)、第四十七条、第四十八条(免許の取消しに係る部分を除く。)、第四十九 条(免許の取消しに係る部分を除く。)並びに前条並びにこれらの規定に係る第七章 の規定を適用する。この場合において、これらの規定中「信託業務」とあり、及び 「信託業」とあるのは「信託法第三条第三号に掲げる方法によってする信託に係る事 務」と、「第七条第一項の登録」とあるのは「第五十条の二第一項の登録」とするほ か、次の表の上欄に掲げる規定中同表の中欄に掲げる字句は、同表の下欄に掲げる字 句とする。
- (12) Where a trust under paragraph (1) is created based on the registration under that paragraph, the provisions of Article 11 (excluding the part pertaining to rescission and loss of effect of a license under paragraph (10)), Article 12(2) and (3), Article 13(2), Article 15, Article 22, Article 23, Article 24(1) (limited to the part pertaining to items (iii) and (iv) (excluding the part pertaining to settlor in these provisions)), Article 27 to Article 29 inclusive, Article 29-2 (excluding paragraph (5)), Article 29-3 to Article 31 inclusive, Article 33, Article 34, Article 40, Article 41 (excluding paragraph (5)), Article 42, Article 43, Article 45 (excluding paragraph (1)(ii)), Article 46(1) (excluding the part pertaining to loss of effect of a license), Article 47, Article 48 (excluding the part pertaining to rescission of license), Article 49 (excluding the part pertaining to rescission of license), and the preceding Article, and the provisions of Chapter VII pertaining to these provisions shall apply by deeming a person who has been registered under paragraph (1) to be a Trust Company (in Article 12(2) and (3), Article 13(2), Article 45, and Article 47, a Custodian Type Trust Company). In this case, the term "trust business" and "Trust Business" in these provisions shall be deemed to be replaced with "affairs pertaining to trusts created by any of the methods listed in Article 3(iii) of the Trust Act" and the phrase "registration under Article 7(1)" in said provisions shall be deemed to be replaced with the phrase "registration under Article 50-2(1)." The terms and phrases listed in the middle column of the following table in the provisions listed in the left-hand column of the same table shall be deemed to be replaced with the terms and phrases listed in the right-hand column of said table.

第十一条第 十項 Article 11(10)	第七条第三項の登録の更新 the renewal of a registration under Article 7(3)	第五十条の二第二項において準用する第七条第三項の登録の更新 the renewal of a registration under Article 7(3) as applied
		mutatis mutandis pursuant to Article 50-2(2)
第十二条第	第八条第一項各号	第五十条の二第三項各号
二項 Article	the items of Article 8(1)	the items of Article 50-2(3)
12(2)		
第十二条第	管理型信託会社登録簿	自己信託登録簿
三項	the Administration-Focused	the registry of self-settled trusts
Article 12(3)	Trust Companies' registry	
第十三条第	業務方法書	信託法第三条第三号に掲げる方法に
二項	its statement of operational	よってする信託に係る事務の内容及
Article	procedures	び方法を記載した書類
13(2)		any document stating the content
		and method of affairs pertaining to a trust created by any of the
		methods listed in Article 3(iii) of
		the Trust Act
第二十二条	業務	信託法第三条第三号に掲げる方法に
第三項	business	よってする信託に係る事務
Article		affairs pertaining to trusts
22(3)		created by any of the methods
		listed in Article 3(iii) of the Trust
第二十八条	その他の業務	Act その他の事務
第一 八米 第一項	other business	other affairs
Article	other business	other arrairs
28(1)		
第三十三条	事業報告書	自己信託報告書
Article 33	business report	self-settled trust report
第三十四条	業務	信託法第三条第三号に掲げる方法に
第一項	business	よってする信託に係る事務
Article		affairs pertaining to trusts
34(1)		created by any of the methods listed in Article 3(iii) of the Trust
		Act
	すべての営業所	同号に掲げる方法によってする信託
	all its business offices	に係る事務を行うすべての営業所
		all its business offices which
		handle affairs pertaining to
		trusts created by any of the
		methods listed in that item

第四十三条	の業務	の信託法第三条第三号に掲げる方法
Article 43	status of business	によってする信託に係る事務
		status of affairs pertaining to
		trusts created by any of the
		methods listed in Article 3(iii) of
		the Trust Act
	業務方法書	同号に掲げる方法によってする信託
	its statement of operational	に係る事務の内容及び方法を記載し
	procedures	た書類
	procedures	
		any documents stating the content and method of affairs
		pertaining to a trust created by
		any of the methods listed in that
	 その他業務	item その他当該事務
	other measures necessary to	other measures necessary to
	improve the operation of business	improve the operation of the affairs
		信託法第三条第三号に掲げる方法に
	業務	
第一項	business operations	よってする信託に係る事務
Article		affairs pertaining to trusts
45(1)		created by any of the methods
		listed in Article 3(iii) of the Trust
第四十五条	 第五条第二項第一号又は第四号	Act 第五十条の二第六項第一号から第七
第一項第一	から第六号まで	号まで
号	Article 5(2)(i) or items (iv) to	Article 50-2(6)(i) to (vii) inclusive
Article	(vi) inclusive of that	
45(1)(i)	paragraph	サンフル町を大加ラルルツをよせなしよっ
第四十五条	又は監査役	若しくは監査役又は業務を執行する
第二項	or company auditor	社員
Article		or company auditor, or a member
45(2)		who executes business of the
<i>b</i> -b m 1 1 <i>b</i> ->	fits 1 ft fits	company
第四十七条	第七条第三項の登録の更新	第五十条の二第二項において準用す
Article 47	renewed a registration under	る第七条第三項の登録の更新
	Article 7(3)	renewed a registration under
		Article 7(3) as applied mutatis
		mutandis pursuant to Article 50-
	No for folia articles and a second	2(2)
	前条第一項若しくは第三項	前条第一項
	paragraph (1) or (3) of the	paragraph (1) of the preceding
	preceding Article	Article
第四十八条	第四十四条第一項若しくは第四	第四十五条第一項
Article 48	十五条第一項	Article 45(1)
	Article 44(1) or Article 45(1)	

	業務	信託法第三条第三号に掲げる方法に
	business	よってする信託に係る事務
		affairs pertaining to trusts
		created by any of the methods
		listed in Article 3(iii) of the Trust
		Act
第四十九条	第七条第三項の登録の更新	第五十条の二第二項において準用す
第一項	renewed a registration under	る第七条第三項の登録の更新
Article	Article 7(3)	renewed a registration under
49(1)		Article 7(3) as applied mutatis
		mutandis pursuant to Article 50-
		2(2)

(同一の会社集団に属する者の間における信託についての特例)

(Special Provisions Concerning Trusts Created between Persons Who Belong to Same Group of Companies)

- 第五十一条 次に掲げる要件のいずれにも該当する信託の引受けについては、第三条及 び前条の規定は、適用しない。
- Article 51 (1) The provisions of Article 3 and the preceding Article shall not apply to the acceptance of a trust which falls under all of the following requirements:
 - 一 委託者、受託者及び受益者が同一の会社の集団(一の会社(外国会社を含む。以下この号及び第十項において同じ。)及び当該会社の子会社の集団をいう。以下この条において「会社集団」という。)に属する会社であること。
 - (i) that the settlor, trustee, and beneficiary are companies which belong to the same group of companies (meaning a company (including a foreign company; hereinafter the same shall apply in this item and paragraph (10)) and a group of Subsidiary Companies of said company; hereinafter referred to as "Company Group" in this Article);
 - 二 特定目的会社(資産の流動化に関する法律第二条第三項に規定する特定目的会社をいう。)が受益者である場合には、その発行する資産対応証券(同条第十一項に規定する資産対応証券をいう。第八項第二号において同じ。)を受託者と同一の会社集団に属さない者が取得していないこと。
 - (ii) that, in cases where a Special Purpose Company (meaning a Special Purpose Company as prescribed in Article 2(3) of the Act on Liquidation of Assets) is a beneficiary, no person who does not belong to the same Company Group as the trustee has acquired Asset Backed Securities (which mean Asset Backed Securities as prescribed in paragraph (11) of that Article; the same shall apply in paragraph (8)(ii)) issued by said Special Purpose Company;
 - 三 信託の受益権に対する投資事業に係る匿名組合契約(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をいう。第八項第三号において同じ。)が受託者と同一の会社集団に属さない者との間で締結されていないこと。

- (iii) that no Silent Partnership Agreement pertaining to business of investment in beneficial interest in trust (meaning a silent partnership agreement prescribed in Article 535 of the Commercial Code (Act No. 48 of 1899); the same shall apply in paragraph (8)(iii)) has been concluded with a person who does not belong to the same Company Group as the trustee;
- 四 前二号に準ずるものとして内閣府令で定める要件
- (iv) any requirements specified by a Cabinet Office Ordinance as equivalent to the preceding two items; and
- 五 信託が前各号に掲げる要件のいずれかを満たさなくなった場合には、委託者及び 受益者の同意なく、受託者がその任務を辞することができる旨の条件が信託契約に おいて付されていること。
- (v) that the trust agreement includes a condition to the effect that the trustee may give up duties without the consent of the settlor or beneficiary in cases where trust has ceased to fulfill any of the requirements listed in the preceding items.
- 2 前項の信託の引受けを行う者は、あらかじめ、その旨を内閣総理大臣に届け出なければならない。
- (2) A person who will accept a trust as set forth in the preceding paragraph shall notify the Prime Minister to that effect in advance.
- 3 前項の届出には、当該信託に係る信託契約書のほか、当該信託が第一項各号に掲げる要件のいずれにも該当することを証する書類として内閣府令で定める書類を添付しなければならない。
- (3) In addition to the trust agreement pertaining to the relevant trust, documents specified by a Cabinet Office Ordinance as those proving that said trust falls under all of the requirements listed in the items of paragraph (1) shall be attached to the notification set forth in the preceding paragraph.
- 4 内閣総理大臣は、第一項の信託が同項各号に掲げる要件のいずれかに該当しないこととなったときは、同項の信託の受託者に対し三月以内の期間を定めて受託者でなくなるための措置その他必要な措置をとることを命ずることができる。
- (4) When trust under paragraph (1) has ceased to fall under any of the requirements listed in the items of that paragraph, the Prime Minister may order the trustee of the trust under that paragraph to take measures so that the trustee will cease to be a trustee or to take other necessary measures, and may specify a period not exceeding three months therefor.
- 5 第一項の信託の受託者は、同項の信託の受託者でなくなったとき、又は同項の信託 が同項各号に掲げる要件のいずれかに該当しなくなったことを知ったときは、遅滞な く、その旨を内閣総理大臣に届け出なければならない。
- (5) When a trustee of a trust under paragraph (1) has ceased to be a trustee of the trust under that paragraph, or has learned that the trust under that paragraph has ceased to fall under any of the requirements listed in the items of that paragraph, the trustee e shall notify the Prime Minister to that effect

without delay.

- 6 内閣総理大臣は、第一項の信託に係る状況を確認するため特に必要があると認めるときは、その必要の限度において、同項の信託の委託者、受託者若しくは受益者に対し第二項若しくは前項の届出若しくは第四項の措置に関し参考となるべき報告若しくは資料の提出を命じ、又は当該職員に受託者の営業所、事務所その他の施設に立ち入らせ、第二項若しくは前項の届出若しくは第四項の措置に関して質問させ、若しくは受託者の書類その他の物件を検査(第二項若しくは前項の届出又は第四項の措置に関し必要なものに限る。)させることができる。
- (6) When the Prime Minister finds it especially necessary for confirming the status pertaining to a trust under paragraph (1), the Prime Minister may, to the extent of that necessity, order the settlor, trustee, or beneficiary of the trust under that paragraph to submit a notification under paragraph (2) or the preceding paragraph or reports or materials that should be used as a reference concerning measures under paragraph (4), or may have the officials enter a business office, office, or other facility of the trustee, and have them ask questions about the notification under paragraph (2) or the preceding paragraph or measures under paragraph (4), or inspect the documents or other relevant items of the trustee (limited to those necessary for a notification under paragraph (2) or the preceding paragraph or measures under paragraph (4)).
- 7 第四十二条第五項及び第六項の規定は、前項の規定による立入検査について準用する。
- (7) The provisions of Article 42(5) and (6) shall apply mutatis mutandis to an inspection under the provisions of the preceding paragraph.
- 8 第一項の信託の受益者は、次に掲げる行為をしてはならない。
- (8) No beneficiary of a trust under paragraph (1) shall commit the following acts:
 - 一 当該信託の受益権を受託者と同一の会社集団に属さない者に取得させること。
 - (i) the act of allowing a person who does not belong to the same Company Group as the trustee acquire beneficial interest in said trust;
 - 二 当該信託の受益権に係る資産対応証券を受託者と同一の会社集団に属さない者に 取得させること。
 - (ii) the act of allowing a person who does not belong to the same Company Group as the trustee acquire Asset Backed Securities pertaining to beneficial interest in said trust;
 - 三 当該信託の受益権に対する投資事業に係る匿名組合契約を受託者と同一の会社集団に属さない者との間で締結すること。
 - (iii) the act of concluding a Silent Partnership Agreement pertaining to business related to investment in a beneficial interest in said trust with a person who does not belong to the same Company Group as the trustee; or 四 その他前二号に準ずるものとして内閣府令で定める行為
 - (iv) other acts specified by a Cabinet Office Ordinance as equivalent to the

preceding two items.

- 9 金融商品取引業者(金融商品取引法第二条第九項に規定する金融商品取引業者をいい、同法第六十五条の五第二項の規定により金融商品取引業者とみなされる者を含む。)又は登録金融機関(同法第二条第十一項に規定する登録金融機関をいい、金融機関の信託業務の兼営等に関する法律第二条第四項の規定により登録金融機関とみなされる者を含む。)は、第一項の信託の受益権について、受託者と同一の会社集団に属さない者に対する販売並びにその代理及び媒介をしてはならない。
- (9) No Financial Instruments Business Operator (meaning a Financial Instruments Business Operator as prescribed in Article 2(9) of the Financial Instruments and Exchange Act, and including a person who is deemed to be a Financial Instruments Business Operator pursuant to the provisions of Article 65-5(2) of that Act) or a Registered Financial Institution (meaning a Registered Financial Institution as prescribed in Article 2(11) of that Act, and including a person who is deemed to be a Registered Financial Institution pursuant to the provisions of Article 2(4) of the Act on Provision, etc. of Trust Business by Financial Institutions) shall sell a beneficial interest in a trust under paragraph (1) to a person who does not belong to the same Company Group as the trustee, nor shall act as an agent or an intermediary in such selling.
- 10 第一項第一号の「子会社」とは、会社がその総株主又は総出資者の議決権の過半数を保有する他の会社をいう。この場合において、会社及びその一若しくは二以上の子会社又は当該会社の一若しくは二以上の子会社がその総株主又は総出資者の議決権の過半数を保有する他の会社は、当該会社の子会社とみなす。
- (10) The term "Subsidiary Company" as set forth in paragraph (1)(i) shall mean a company for which the majority of the voting rights of all shareholders or all persons who made capital contributions are held by another company. In this case, a company for which the majority of the voting rights of all shareholders or persons who made capital contribution are held by another company and one or more of its subsidiary companies or by one or more subsidiary companies of said other company shall be deemed to be the Subsidiary Company of said other company.

(特定大学技術移転事業に係る信託についての特例)

(Special Provisions Concerning Trusts Pertaining to Specified University Technology Transfer Project)

第五十二条 大学等における技術に関する研究成果の民間事業者への移転の促進に関する法律(平成十年法律第五十二号)第四条第一項の規定により特定大学技術移転事業(同法第二条第一項に規定する特定大学技術移転事業をいう。以下この条において同じ。)の実施に関する計画についての文部科学大臣及び経済産業大臣の承認を受けた者(第三項において「承認事業者」という。)が、内閣総理大臣の登録を受けて、特定大学技術移転事業として行う信託の引受け(以下この条において「特定大学技術移転事業に該当する信託の引受け」という。)については、第三条の規定は、適用しな

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- Article 52 (1) The provisions of Article 3 shall not apply to the acceptance of a trust by a person who has obtained the approval of the Minister of Education, Culture, Sports, Science and Technology and the Minister of Economy, Trade and Industry with regard to a plan for the implementation of a Specified University Technology Transfer Project (meaning a Specified University Technology Transfer Project as prescribed in Article 2(1) of the Act on the Promotion of Technology Transfer from Universities to Private Business Operators (Act No. 52 of 1998); hereinafter the same shall apply in this Article) pursuant to the provisions of Article 4(1) of that Act (referred to as an "Approved Business Operator" in paragraph (3)) as a Specified University Technology Transfer Project based on registration by the Prime Minister (hereinafter referred to as "Acceptance of a Trust that Falls under the Category of a Specified University Technology Transfer Project" in this Article).
- 2 第八条(第一項第四号を除く。)、第九条及び第十条(第一項第二号を除く。)の 規定は、前項の登録について準用する。この場合において、次の表の上欄に掲げる規 定中同表の中欄に掲げる字句は、同表の下欄に掲げる字句と読み替えるものとする。
- (2) The provisions of Article 8 (excluding paragraph (1), item (iv)), Article 9, and Article 10 (excluding paragraph (1), item (ii)) shall apply mutatis mutandis to the registration set forth in the preceding paragraph. In this case, the terms and phrases listed in the middle column of the following table in the provisions listed in the left-hand column of the same table shall be deemed to be replaced with the terms and phrases listed in the right-hand column of the same table.

第八条第一	商号	商号又は名称
項第一号	the trade name	the trade name or name
Article		
8(1)(i)		
第八条第一	資本金	資本金又は出資
項第二号	of stated capital	of stated capital or contribution
Article		
8(1)(ii)		
第八条第一	取締役及び監査役	役員
項第三号	directors and company	officers
Article	auditors	
8(1)(iii)		
第八条第一	信託業務	信託業務(特定大学技術移転事業に
項第五号	trust business	該当するものに限る。)
Article		trust business (limited to
8(1)(v)		business which falls under the
		category of a Specified University
		Technology Transfer Project)

MINAM	ナボスのゆる当業で	ナキュ労争にコロ事故にコッドッツ
第八条第一	本店その他の営業所	主たる営業所又は事務所その他の営
項第六号	the head office and other	業所又は事務所
Article	business offices	the main business offices or
8(1)(vi)		offices or other business offices or
0 (1) ((1)		offices
第八条第二	定款	定款又は寄附行為
項第一号	the articles of incorporation	the articles of incorporation or
Article		the articles of endowment
8(2)(i)		
第八条第二	会社の登記事項証明書	登記事項証明書
項第二号	a certificate of the registered	a certificate of the registered
Article	matters of the company	matters
	matters of the company	matters
8(2)(ii)	hate any result for on a feet literature for the	
第九条第一	管理型信託会社登録簿	特定大学技術移転事業承認事業者登
項及び第二	the Administration-Focused	録簿
項	Trust Companies' registry	the registry of approved business
Article	1	operators for a specified
9(1) and		university technology transfer
- (,		
(2)	tota . H T Market T	project
第十条第一	第二号及び第三号	第一号から第四号まで
項第一号	items (ii) and (iii)	items (i) to (iv) inclusive
Article		
10(1)(i)		
第十条第一	前号に規定する金額に満たな	資本金又は出資の額に満たない法人
項第三号	い株式会社	a juridical person whose amount
Article	a stock company whose	of net assets is less than the
10(1)(iii)	amount of net assets is less	amount of stated capital or
	than the amount prescribed	contribution
	in the preceding item	
第十条第一	定款	定款若しくは寄附行為
現	the articles of incorporation	the articles of incorporation or
	the articles of incorporation	_
Article		the articles of endowment
10(1)(iv)		
	管理型信託業務	特定大学技術移転事業に該当する信
	Administration-Focused	託の引受け
	Trust Business	Acceptance of a Trust that Falls
		under the category of a Specified
		University Technology Transfer
	11 5 6 11	Project
	株式会社	法人
	stock company	juridical person
第十条第一	管理型信託業務	特定大学技術移転事業に該当する信
項第五号	Administration-Focused	託の引受け
	Trust Business	
Article	Trust Dusiness	Acceptance of a Trust that Falls
10(1)(v)		under the category of a Specified
		University Technology Transfer
		Project
1		

株式会社	法人
stock company	juridical person

- 3 承認事業者が第一項の登録を受けて信託の引受けを行う場合には、当該承認事業者を信託会社(第十二条第二項及び第三項、第十三条第二項、第四十五条、第四十六条第三項並びに第四十七条にあっては、管理型信託会社)とみなして、第十一条(第十項の登録の未更新並びに免許の取消し及び失効に係る部分を除く。)、第十二条第二項及び第三項、第十三条第二項、第二十一条から第二十四条まで、第二十五条から第二十九条の三まで、第三十三条、第三十四条、第四十一条(第五項を除く。)、第四十二条(第二項を除く。)、第四十三条、第四十五条、第四十六条(免許の失効に係る部分を除く。)、第四十七条(登録の未更新に係る部分を除く。)、第四十八条(免許の取消しに係る部分を除く。)、第四十九条(登録の未更新及び免許の取消しに係る部分を除く。)並びに第五十条並びにこれらの規定に係る第七章の規定を適用する。この場合において、次の表の上欄に掲げる規定中同表の中欄に掲げる字句は、同表の下欄に掲げる字句とする。
- (3) When an Approved Business Operator accepts a trust with a registration set forth in paragraph (1), the provisions of Article 11 (excluding the parts pertaining to the non-renewal of a registration as well as rescission and loss of effect of license, which are set forth in paragraph (10)), Article 12(2) and (3), Article 13(2), Article 21 to Article 24 inclusive, Article 25 to Article 29-3 inclusive, Article 33, Article 34, Article 41 (excluding paragraph (5)), Article 42 (excluding paragraph (2)), Article 43, Article 45, Article 46 (excluding the part pertaining to loss of effect of license), Article 47 (excluding the parts pertaining to the non-renewal of a registration), Article 48 (excluding the parts pertaining to rescission of license), Article 49 (excluding the parts pertaining to the nonrenewal of a registration and rescission of a license), and Article 50, as well as the provisions of Chapter VII that are relevant to these provisions shall apply, by deeming such Approved Business Operator to be a Trust Company (in Article 12(2) and (3), Article 13(2), Article 45, Article 46(3), and Article 47, an Custodian Type Trust Company). In this case, the terms and phrases listed in the middle column of the following table in the provisions listed in the lefthand column of the same table shall be deemed to be replaced with the terms and phrases listed in the right-hand column of the same table.

第十一条第	本店	主たる営業所又は事務所
一項	head office	main business office or office
Article		
11(1)		
第十一条第	第七条第一項の登録	第五十二条第一項の登録
十項	registration under Article	registration under Article 52(1)
Article	7(1)	
11(10)		

第十二条第	管理型信託会社登録簿	特定大学技術移転事業承認事業者
三項	Administration-Focused	がたバナ技術を報事来が認事来4 登録簿
	Trust Companies' registry	
Article	Trust Companies registry	the registry of approved
12(3)		business operators for specified
		university technology transfer
	Francis Nills	projects
第二十一条	信託業のほか、信託契約代理	信託業(特定大学技術移転事業に
第一項	業、信託受益権売買等業務及び	該当するものに限る。以下同
Article	財産の管理業務	じ。)及び特定大学技術移転事業
21(1)	In addition to Trust	(信託業に該当するものを除
	Business, a Trust Company	く。)のほか、特定大学技術移転
	may carry out Trust	事業に係る信託契約代理業、信託
	Agreement Agency Business,	受益権売買等業務及び財産の管理
	Business for the Sale and	業務
	Purchase, etc. of Beneficial	In addition to Trust Business
	Interest in Trust, and	(limited to that which falls
	property management	·
	business	under the category of a
		Specified University Technology
		Transfer Project; the same shall
		apply hereinafter) and Specified
		University Technology Transfer
		Projects (excluding those which
		fall under the category of Trust
		Business), a Trust Company
		may, in relation to a Specified
		University Technology Transfer
		Project, carry out Trust
		Agreement Agency Business,
		Business for the Sale and
		Purchase, etc. of Beneficial
		Interest in Trust, and property
		management business
	第四条第二項第三号又は第八条	第五十二条第二項において準用す
	第二項第三号	る第八条第二項第三号
	Article 4(2)(iii) or Article	Article 8(2)(iii) as applied
	8(2)(iii)	mutatis mutandis pursuant to
		Article 52(2)
第二十一条	第三条の免許又は第七条第一項	第五十二条第一項の登録
第六項	の登録	for registration under Article
Article	for a license under Article 3	52(1)
21(6)	or for registration under	
=±(0)	Article 7(1)	
	免許又は登録	登録
		·
	license or registration	registration

第二十四条	次に掲げる行為(次条に規定す	次に掲げる行為
第一項	る特定信託契約による信託の引	the following acts
Article	受けにあっては、第五号に掲げ	the following deep
24(1)	る行為を除く。)	
	the following acts (in the	
	case of accepting a trust	
	under a Specific Trust	
	Agreement as prescribed in	
	the following Article,	
	excluding acts listed in item	
	(_V))	
第二十五条	商号	商号又は名称
Article 25	the trade name	the trade name or name
	事項(特定信託契約による信託	事項
	の引受けを行うときは、同項に	the matters listed in items (iii)
	掲げる事項を除く。)	to (xvi) inclusive of paragraph
	the matters listed in items	(1) of the following Article
	(iii) to (xvi) inclusive of	
	paragraph (1) of the	
	following Article (when the	
	trust company accepts a	
	trust under a Specific Trust Agreement, the matters	
	listed in that items shall be	
	excluded)	
第二十六条	商号	商号又は名称
第一項第二	the trade name	the trade name or name
号		
Article		
26(1)(ii)		
第三十四条	営業所	営業所又は事務所
第一項及び	business offices	business offices or offices
第三項		
Article		
34(1) and		
(3)		

第二項第一 おしたとき、及び信託業の全部の承継をさせたとき、及び信託業の全部の譲渡をしたときを含む。) 双は大学等における技術に関する研究成果の has abolished its Trust Business (including the case where the Trust Company has had all of its Trust Business where the Trust Company has had all of its Trust Business where the Trust Company has had transferred all of its Trust Business):	第四十一条	信託業を廃止したとき(会社分	信託業を廃止したとき(会社分割
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42(1) facility of said Trust other facility of said Approved	第一項	施設	その他の施設
42(1) facility of said Trust other facility of said Approved	Article	a business office or any other	a business office, office, or any
	42(1)	-	· · · · · · · · · · · · · · · · · · ·
		Company	Business Operator

第四十五条	第七条第一項の登録	第五十二条第一項の登録
第一項	registration under Article	registration under Article 52(1)
Article	7(1)	registration under Article 52(1)
45(1)	(1)	
第四十五条	第五条第二項第一号又は第四号	第五条第二項第五号又は第六号
第一項第一	から第六号まで	Article 5(2)(v) or (vi)
- カー 	Article 5(2)(i) or items (iv) to	Article 5(2)(v) or (vi)
Article	(vi) inclusive of that	
45(1)(i)	paragraph	
第四十五条	第十条第一項第二号から第五号	第五十二条第二項において準用す
第一項第二	までに該当することとなったと	お五十二米第二頃において平元9
另一切另一 号	まくに該当りることとなりたと き	る第一条第一項第三々から第五々 までに該当することとなったとき
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Article	has come to fall under any of	has come to fall under any of
45(1)(ii)	Article 10(1)(ii) to (v) inclusive	Article 10(1)(iii) to (v) inclusive
	Inclusive	as applied mutatis mutandis
第四十五条	 第七条第一項の登録	pursuant to Article 52(2) 第五十二条第一項の登録
第一項第三	registered under Article 7(1)	registered under Article 52(1)
号 4 1 1		
Article		
45(1)(iii)		役員
第四十五条	取締役若しくは執行役、会計参	,
第二項	与又は監査役	an officer
Article	a director or executive	
45(2)	officer, an accounting	
	advisor, or a company auditor	
第四十六条	第七条第一項の登録	第五十二条第一項の登録
第一項	registration under Article	registration under Article 52(1)
Article	7(1)	registration under Article 52(1)
46(1)	(1)	
第四十六条	第三条の免許又は第五十二条第	第三条若しくは第五十三条第一項
第三項	中項の登録	の免許又は第七条第一項若しくは
Article	a license under Article 3 or a	第五十四条第一項の登録
46(3)	registration under Article	東五「四米第一項の登録 a license under Article 3 or
TU(0)	52(1)	Article 53(1), or a registration
		under Article 7(1) or Article
		54(1)
	第七条第一項の登録	第五十二条第一項の登録
	registration under Article	registration under Article 52(1)
	7(1)	registration under mittee 02(1)
第四十七条	第七条第一項の登録	第五十二条第一項の登録
Article 47	registration under Article	registration under Article 52(1)
1110101011	7(1)	registration ander in tiere 52(1)
第四十八条	第七条第一項の登録	第五十二条第一項の登録
Article 48	registration under Article	registration under Article 52(1)
	7(1)	
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	第四十四条第一項若しくは第四	第四十五条第一項
	十五条第一項	Article 45(1)
	Article 44(1) or Article 45(1)	
第四十九条	第七条第一項の登録	第五十二条第一項の登録
第一項	registration under Article	registration under Article 52(1)
Article	7(1)	
49(1)		

第三章 外国信託業者

Chapter III Foreign Trust Business Operators

(免許)

(Licenses)

- 第五十三条 第三条の規定にかかわらず、外国信託業者は、当該外国信託業者が国内に おける信託業の本拠として設ける一の支店(以下「主たる支店」という。)について 内閣総理大臣の免許を受けた場合に限り、当該主たる支店及び当該外国信託業者が国 内において設ける他の支店において信託業を営むことができる。
- Article 53 (1) A Foreign Trust Business Operator may carry out Trust Business at a branch office which said Foreign Trust Business Operator has established as a base of its trust business in Japan (hereinafter referred to as the "Main Branch Office") and other branch offices which said Foreign Trust Business Operator has established in Japan only when said Foreign Trust Business Operator has obtained a license for said Main Branch Office from the Prime Minister, notwithstanding the provisions of Article 3.
- 2 前項の免許を受けようとする者(第五項及び第六項において「申請者」という。) は、信託業務を営むすべての支店の業務を担当する代表者(以下「国内における代表 者」という。)を定め、次に掲げる事項を記載した申請書を内閣総理大臣に提出しな ければならない。
- (2) A person who wishes to obtain a license set forth in the preceding paragraph (referred to as "Applicant" in paragraphs (5) and (6)) shall specify a representative who will be in charge of the business of all branch offices carrying out trust business (hereinafter referred to as "Representative in Japan") and submit a written application to the Prime Minister stating the following matters:
 - 一 商号及び本店の所在地
 - (i) the trade name and the location of the head office;
 - 二 資本金の額
 - (ii) the amount of stated capital;
 - 三 役員(取締役及び執行役、会計参与並びに監査役又はこれらに準ずる者をいう。 以下同じ。)の氏名
 - (iii) the names of the officers (meaning directors and executive officers,

accounting advisors, and company auditors, or persons equivalent thereto; the same shall apply hereinafter);

- 四 信託業務以外の業務をいずれかの支店において営むときは、その業務の種類
- (iv) where the person carries out business other than trust business at any branch office, the type of business;
- 五 主たる支店その他の支店の名称及び所在地
- (v) the names and locations of the Main Branch Office and other branch offices;
- 六 国内における代表者の氏名及び国内の住所
- (vi) the name of the Representative in Japan and the address of the Representative in Japan.
- 3 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。
- (3) The following documents shall be attached to the written application set forth in the preceding paragraph;
 - 一 定款及び会社の登記事項証明書(これらに準ずるものを含む。)
 - (i) the articles of incorporation and a certificate of the registered matters of the company (including documents equivalent thereto);
 - 二 業務方法書
 - (ii) a statement of operational procedures;
 - 三 貸借対照表
 - (iii) a balance sheet;
 - 四 収支の見込みを記載した書類
 - (iv) a document stating expected income and expenditures; and
 - 五 その他内閣府令で定める書類
 - (v) other documents specified by a Cabinet Office Ordinance.
- 4 第四条第三項の規定は、前項第二号の業務方法書について準用する。
- (4) The provisions of Article 4(3) shall apply mutatis mutandis to the statement of operational procedures set forth in item (ii) of the preceding paragraph.
- 5 内閣総理大臣は、第一項の申請があった場合においては、申請者が次に掲げる基準 に適合するかどうかを審査しなければならない。
- (5) Where an application has been filed under paragraph (1), the Prime Minister shall examine whether the applicant conforms to the following standards:
 - 一 定款(これに準ずるものを含む。)及び業務方法書の規定が法令に適合し、かつ、 信託業務を適正に遂行するために十分なものであること。
 - (i) that the provisions of the articles of incorporation (including documents equivalent thereto) and the statement of operational procedures conform to laws and regulations and are also sufficient for the proper execution of trust business;
 - 二 信託業務を健全に遂行するに足りる財産的基礎を有していること。
 - (ii) that the applicant has a sufficient financial basis to allow for the sound execution of trust business; and

- 三 各支店の人的構成に照らして、信託業務を的確に遂行することができる知識及び 経験を有し、かつ、十分な社会的信用を有していること。
- (iii) in light of the personnel composition of each branch office, the applicant has the knowledge and experience that will allow for the right execution of trust business, and also has sufficient social credibility.
- 6 内閣総理大臣は、申請者が次の各号のいずれかに該当するとき、又は第二項の申請 書若しくは第三項各号に掲げる添付書類のうちに虚偽の記載があり、若しくは重要な 事実の記載が欠けているときは、免許を与えてはならない。
- (6) When the applicant falls under any of the following items, or when the written application set forth in paragraph (2) or any of the attached documents listed in the items of paragraph (3) include any false statements or fail to state any material facts, the Prime Minister shall not give a license.
 - 一 株式会社と同種類の法人でない者
 - (i) a person who is not a juridical person of the same kind as a stock company;
 - 二 第二項第二号の資本金の額が委託者又は受益者の保護のため必要かつ適当なもの として政令で定める金額に満たない法人
 - (ii) a juridical person whose amount of stated capital under paragraph (2)(ii) is less than the amount specified by a Cabinet Order as necessary and appropriate for the protection of settlors or beneficiaries;
 - 三 純資産額が前号に規定する金額に満たない法人
 - (iii) a juridical person whose amount of net assets is less than the amount prescribed in the preceding item;
 - 四 いずれかの支店において他の信託会社若しくは外国信託会社が現に用いている商 号若しくは名称と同一の名称又は他の信託会社若しくは外国信託会社と誤認される おそれのある名称を用いようとする法人
 - (iv) a juridical person that intends to use a name that is identical to a trade name or name that is being used by another Trust Company or Foreign Trust Company, or a name that is likely to cause misidentification with another Trust Company or Foreign Trust Company, at any of its branch offices;
 - 五 次条第六項の規定により同条第二項において準用する第七条第三項の登録の更新を拒否され、第五十九条第一項の規定により第一項の免許を取り消され、第六十条第一項の規定により次条第一項の登録を取り消され、第八十二条第一項の規定により第六十七条第一項の登録を取り消され、担保付社債信託法第十二条の規定により同法第三条の免許を取り消され、若しくは金融機関の信託業務の兼営等に関する法律第十条の規定により同法第一条第一項の認可を取り消され、又はその本店の所在する国において受けている同種類の免許、登録若しくは認可(当該免許、登録若しくは認可に類する許可その他の行政処分を含む。)をこの法律、担保付社債信託法若しくは金融機関の信託業務の兼営等に関する法律に相当する当該国の法令の規定により取り消され、若しくは当該免許、登録若しくは認可の更新を拒否され、その取消しの日(更新の拒否の場合にあっては、当該更新の拒否の処分がなされた日)から五年を経過しない法人

- (v) a juridical person for which the renewal of a registration under Article 7(3), as applied mutatis mutandis pursuant to paragraph (2) of the following Article, has been refused pursuant to the provisions of paragraph (6) of that Article, whose license under paragraph (1) has been rescinded pursuant to the provisions of Article 59(1), whose registration under paragraph (1) of the following Article has been rescinded pursuant to the provisions of Article 60(1), whose registration under Article 67(1) has been rescinded pursuant to the provisions of Article 82(1), whose license under Article 3 of the Secured Bonds Trust Act has been rescinded pursuant to the provisions of Article 12 of that Act, or whose authorization under Article 1(1) of the Act on Provision, etc. of Trust Business by Financial Institutions has been rescinded pursuant to the provisions of Article 10 of that Act, or whose license, registration, or authorization of the same kind (including permission or any other administrative disposition similar to said license, registration, or authorization) which has been obtained in the state in which its head office is located has been rescinded or to whom renewal of said license, registration, or authorization has been refused pursuant to the provisions of laws and regulations of that state that are equivalent to this Act, the Secured Bonds Trust Act, or the Act on Provision, etc. of Trust Business by Financial Institutions, and for whom five years have yet to elapse since the date of rescission (where a renewal has been refused, the day on which the disposition of refusal to renew was made);
- 六 第五条第二項第六号に規定する法律の規定又はこれらに相当する外国の法令の規 定に違反し、罰金の刑 (これに相当する外国の法令による刑を含む。)に処せられ、 その刑の執行を終わり、又はその刑の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
- (vi) a juridical person who has been sentenced to a fine (including punishment equivalent thereto pursuant to laws and regulations of a foreign state) for violating the provisions of any of the laws prescribed in Article 5(2)(vi) or the provisions of laws and regulations of a foreign state that are equivalent thereto, and for whom five years have yet to elapse since the day on which execution of the sentence was completed or since the day on which the person has ceased to be subject to execution of the sentence;
- 七 いずれかの支店において他に営む業務がその信託業務に関連しない業務である法 人又は当該他に営む業務を営むことがその信託業務を適正かつ確実に営むことにつ き支障を及ぼすおそれがあると認められる法人
- (vii) a juridical person whose other business carried out at any of its branch offices is business that is not related to its trust business, or a juridical person for which carrying out said other business is found to be likely to interfere with the proper and reliable operation of its trust business;
- 八 役員(いかなる名称を有する者であるかを問わず、当該法人に対し役員と同等以

- 上の支配力を有するものと認められる者を含む。第五十九条第二項及び第六十条第 二項において同じ。)及び国内における代表者のうちに第五条第二項第八号イから チまでのいずれかに該当する者のある法人
- (viii) a juridical person whose officers (including persons who are found to have power equivalent to or greater than that of an officer of said juridical person, irrespective of title; the same shall apply in Article 59(2) and Article 60(2)) and Representatives in Japan include a person who falls under any of Article 5(2)(viii)(a) to (h) inclusive; or
- 九 主要株主 (これに準ずるものを含む。) が信託業務の健全かつ適切な運営に支障 を及ぼすおそれがない者であることについて、外国の信託業に係る規制当局による 確認が行われていない法人
- (ix) a juridical person for which the regulatory authorities pertaining to Trust Business in a foreign state have yet to confirm that its Major Shareholders (including persons equivalent thereto) are persons who are not likely to interfere with the sound and appropriate operations of trust business.
- 7 第二項第二号の資本金の額は、内閣府令で定めるところにより計算するものとする。
- (7) The amount of stated capital set forth in paragraph (2)(ii) shall be calculated pursuant to the provisions of a Cabinet Office Ordinance.
- 8 第六項第三号の純資産額は、内閣府令で定めるところにより計算するものとする。
- (8) The amount of net assets set forth in paragraph (6)(iii) shall be calculated pursuant to the provisions of a Cabinet Office Ordinance.
- 9 内閣総理大臣は、第五項の規定による審査の基準に照らし必要があると認めるときは、その必要の限度において、第一項の免許に条件を付し、及びこれを変更することができる。
- (9) When the Prime Minister finds it necessary in light of the standards for examination under the provisions of paragraph (5), the Prime Ministermay, to the extent of that necessity, impose conditions on the license under paragraph (1) or change such conditions.

(登録)

(Registration)

- 第五十四条 第三条、第七条第一項及び前条第一項の規定にかかわらず、外国信託業者は、その主たる支店について内閣総理大臣の登録を受けた場合には、当該主たる支店及び当該外国信託業者が国内において設ける他の支店において管理型信託業を営むことができる。
- Article 54 (1) Where the Main Branch Office of a Foreign Trust Business Operator has been registered by the Prime Minister, said Foreign Trust Business Operator may carry out Custodian Type Trust Business at said Main Branch Office and other branch offices that it has established in Japan, notwithstanding the provisions of Article 3, Article 7(1), and paragraph (1) of the preceding Article.

- 2 第七条第二項から第六項までの規定は、前項の登録について準用する。
- (2) The provisions of Article 7(2) to (6) inclusive shall apply mutatis mutandis to the registration set forth in the preceding paragraph.
- 3 第一項の登録(前項において準用する第七条第三項の登録の更新を含む。第六項、 第六十条第一項第三号及び第九十一条第三号において同じ。)を受けようとする者 (第六項において「申請者」という。)は、国内における代表者を定め、次に掲げる 事項を記載した申請書を内閣総理大臣に提出しなければならない。
- (3) A person who wishes to be registered under paragraph (1) (including the renewal of a registration under Article 7(3) as applied mutatis mutandis pursuant to the preceding paragraph; the same shall apply in paragraph (6), Article 60(1)(iii) and Article 91(iii)) (referred to as the "Applicant" in paragraph (6)) shall specify a Representative in Japan and submit a written application to the Prime Minister stating the following matters:
 - 一 商号及び本店の所在地
 - (i) the trade name and the location of the head office;
 - 二 資本金の額
 - (ii) the amount of stated capital;
 - 三 役員の氏名
 - (iii) the names of the officers;
 - 四 信託業務以外の業務をいずれかの支店において営むときは、その業務の種類
 - (iv) where the representative carries out business other than trust business at any of the branch offices, the type of business;
 - 五 主たる支店その他の支店の名称及び所在地
 - (v) the names and locations of the Main Branch Office and other branch offices; and
 - 六 国内における代表者の氏名及び国内の住所
 - (vi) the name of the Representative in Japan and the address in Japan.
- 4 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。
- (4) The following documents shall be attached to the written application set forth in the preceding paragraph:
 - 一 定款及び会社の登記事項証明書(これらに準ずるものを含む。)
 - (i) the articles of incorporation and a certificate of the registered matters of the company (including documents equivalent thereto);
 - 二 業務方法書
 - (ii) a statement of operational procedures;
 - 三 貸借対照表
 - (iii) a balance sheet; and
 - 四 その他内閣府令で定める書類
 - (iv) other documents specified by a Cabinet Office Ordinance.
- 5 第八条第三項の規定は、前項第二号の業務方法書について準用する。
- (5) The provisions of Article 8(3) shall apply mutatis mutandis to the statement

- of operational procedures set forth in item (ii) of the preceding paragraph.
- 6 内閣総理大臣は、申請者が次の各号のいずれかに該当するとき、又は第三項の申請書若しくは第四項各号に掲げる添付書類のうちに虚偽の記載があり、若しくは重要な事実の記載が欠けているときは、その登録を拒否しなければならない。
- (6) When the Applicant falls under any of the following items, or when the written application set forth in paragraph (3) or any of the attached documents listed in the items of paragraph (4) include any false statements or fail to state any material facts, the Prime Minister shall refuse to register the Applicant:
 - 一 前条第六項各号(第二号及び第三号を除く。)のいずれかに該当する者
 - (i) a person who falls under any of the items of paragraph (6) of the preceding Article (excluding items (ii) and (iii));
 - 二 第三項第二号の資本金の額が委託者又は受益者の保護のため必要かつ適当なもの として政令で定める金額に満たない法人
 - (ii) a juridical person whose amount of stated capital under paragraph (3)(ii) is less than the amount specified by a Cabinet Order as necessary and appropriate for the protection of settlors or beneficiaries;
 - 三 純資産額が前号に規定する金額に満たない法人
 - (iii) a juridical person whose amount of net assets is less than the amount prescribed in the preceding item;
 - 四 定款 (これに準ずるものを含む。) 又は業務方法書の規定が法令に適合せず、又 は管理型信託業務を適正に遂行するために十分なものでない法人
 - (iv) a juridical person whose provisions in its articles of incorporation (including documents equivalent thereto) or statement of operational procedures does not conform to laws and regulations or are not sufficient to allow it to properly execute Custodian Type Trust Business; or
 - 五 いずれかの支店において、人的構成に照らして、管理型信託業務を的確に遂行することができる知識及び経験を有すると認められない法人
 - (v) a juridical person for which any of the branch offices is found, in light of its personnel composition, to not have the knowledge and experience that would allow for the right execution of Custodian Type Trust Business.
- 7 第三項第二号の資本金の額は、内閣府令で定めるところにより計算するものとする。
- (7) The amount of stated capital set forth in paragraph (3)(ii) shall be calculated pursuant to the provisions of a Cabinet Office Ordinance.
- 8 第六項第三号の純資産額は、内閣府令で定めるところにより計算するものとする。
- (8) The amount of net assets set forth in paragraph (6)(iii) shall be calculated pursuant to the provisions of a Cabinet Office Ordinance.
- 9 内閣総理大臣は、第一項の登録の申請があった場合においては、第六項の規定により登録を拒否する場合を除くほか、次に掲げる事項を管理型外国信託会社登録簿に登録しなければならない。
- (9) Where an application has been filed for registration under paragraph (1), the Prime Minister shall register the following matters in the Custodian Type

Foreign Trust Companies' registry, except when the Prime Minister refuses to register the Applicant pursuant to the provisions of paragraph (6):

- 一 第三項各号に掲げる事項
- (i) the matters listed in the items of paragraph (3); and
- 二 登録年月日及び登録番号
- (ii) the date of registration and the registration number.
- 10 内閣総理大臣は、管理型外国信託会社登録簿を公衆の縦覧に供しなければならない。
- (10) The Prime Minister shall make the Custodian Type Foreign Trust Companies' registry available for public inspection.

(損失準備金等)

(Loss Reserves, etc.)

- 第五十五条 外国信託会社(管理型外国信託会社を除く。)は、第五十三条第六項第二 号の政令で定める金額に達するまでは、毎決算期において、すべての支店の営業に係 る利益の額に十分の一を超えない範囲内で内閣府令で定める率を乗じた額以上の額を、 損失準備金として主たる支店において計上しなければならない。
- Article 55 (1) A Foreign Trust Company (excluding Custodian Type Foreign Trust Companies) shall, for each accounting period, set aside loss reserves at its Main Branch Office in an amount not less than the amount obtained by multiplying the amount of profits pertaining to the business carried out at all branch offices by a ratio which does not exceed one tenth and which is specified by a Cabinet Office Ordinance, until the amount of loss reserves reaches the amount specified by a Cabinet Order under Article 53(6)(ii).
- 2 前項の規定は、管理型外国信託会社について準用する。この場合において、同項中 「第五十三条第六項第二号」とあるのは、「第五十四条第六項第二号」と読み替える ものとする。
- (2) The provisions of the preceding paragraph shall apply mutatis mutandis to Custodian Type Foreign Trust Companies. In this case, the term "Article 53(6)(ii)" in that paragraph shall be deemed to be replaced with "Article 54(6)(ii)".
- 3 前二項の規定により計上された損失準備金は、内閣総理大臣の承認を受けて各決算期におけるすべての支店の営業に係る純損失の補てんに充てる場合のほか、使用してはならない。
- (3) The loss reserves set aside pursuant to the provisions of the preceding two paragraphs shall not otherwise be used except when appropriated to compensation of a net loss pertaining to the business of all branch offices for each accounting period, with approval thereof from the Prime Minister.
- 4 外国信託会社は、第一項又は第二項の規定により計上された損失準備金の額、営業保証金の額として内閣府令で定めるものの額及びすべての支店の計算に属する負債の うち内閣府令で定めるものの額を合計した金額に相当する資産を、内閣府令で定める

ところにより、国内において保有しなければならない。

(4) A Foreign Trust Company shall, pursuant to the provisions of a Cabinet Office Ordinance, retain assets in Japan equivalent to the total sum of the loss reserves set aside pursuant to the provisions of paragraph (1) or (2), the amount of security deposits specified by a Cabinet Office Ordinance, and the amount of liability belonging to the account of all branch offices as specified by a Cabinet Office Ordinance.

(申請書記載事項の変更の届出)

(Notification of Changes to Any of the Matters Stated in a Written Application) 第五十六条 外国信託会社(管理型外国信託会社を除く。)は、第五十三条第二項各号 に掲げる事項に変更があったときは、その日から二週間以内に、その旨を内閣総理大臣に届け出なければならない。

- Article 56 (1) When there is a change in any of the matters listed in the items of Article 53(2), a Foreign Trust Company (excluding Custodian Type Foreign Trust Companies) shall notify the Prime Minister to that effect within two weeks from the date of said change.
- 2 管理型外国信託会社は、第五十四条第三項各号に掲げる事項に変更があったときは、 その日から二週間以内に、その旨を内閣総理大臣に届け出なければならない。
- (2) When there is a change in any of the matters listed in the items of Article 54(3), a Custodian Type Foreign Trust Company shall notify the Prime Minister to that effect within two weeks from the date of said change.
- 3 内閣総理大臣は、前項の届出を受理したときは、その旨を管理型外国信託会社登録 簿に登録しなければならない。
- (3) When the Prime Minister has received a notification set forth in the preceding paragraph, the Prime Minister shall register to that effect in the Custodian Type Foreign Trust Companies' registry.

(届出等)

(Notifications, etc.)

- 第五十七条 外国信託会社は、次の各号のいずれかに該当することとなったときは、遅滞なく、その旨を内閣総理大臣に届け出なければならない。
- Article 57 (1) When a Foreign Trust Company has come to fall under any of the following items, it shall notify the Prime Minister to that effect without delay:
 - 一 国内において破産手続開始、再生手続開始若しくは更生手続開始の申立てを行ったとき、又は本店の所在する国において当該国の法令に基づき同種類の申立てを行ったとき。
 - (i) when the Foreign Trust Company has filed for the commencement of bankruptcy proceedings, commencement of rehabilitation proceedings, or commencement of reorganization proceedings in Japan, or when it has filed for any proceedings of the same kind in the state where its head office is

located, pursuant to the laws and regulations of said state;

- 二 合併(当該外国信託会社が合併により消滅した場合を除く。)をし、信託業の一部の承継をさせ、若しくは信託業の全部若しくは一部の承継をし、又は信託業の一部の譲渡若しくは信託業の全部若しくは一部の譲受けをしたとき。
- (ii) when the Foreign Trust Company has effected a merger (excluding the case where said Foreign Trust Company is extinguished due to a merger), when it has had a part of its Trust Business succeeded to, when it has succeeded to Trust Business in whole or in part, when it has transferred a part of its Trust Business, or when it has acquired Trust Business in whole or in part; or
- 三 その他内閣府令で定める場合に該当するとき。
- (iii) when the Foreign Trust Company falls under any other cases prescribed by a Cabinet Office Ordinance.
- 2 外国信託会社が次の各号のいずれかに該当することとなったときは、当該各号に定める者は、遅滞なく、その旨を内閣総理大臣に届け出なければならない。
- (2) When a Foreign Trust Company has come to fall under any of the following items, the person specified in each of the relevant items shall notify the Prime Minister to that effect without delay:
 - 一 すべての支店における信託業務を廃止したとき(外国において信託業のすべてを 廃止したとき、外国における信託業の全部の承継をさせたとき、外国における信託 業の全部の譲渡をしたとき、支店における信託業の全部の承継をさせたとき及び支 店における信託業の全部の譲渡をしたときを含む。)。 その外国信託業者又はそ の外国信託業者であった者
 - (i) when the Foreign Trust Company has closed trust business at all of its branch offices (including the cases where the Foreign Trust Company has closed all of its Trust Business in foreign countries, where it has had all of its Trust Business conducted in foreign countries succeeded to, where it has had transferred all of its Trust Business conducted in foreign countries, where it has had all of its Trust Business conducted at the branch offices succeeded to, and where it has had transferred all of its Trust Business conducted at its branch offices): said Foreign Trust Business Operator or the person who formerly was said Foreign Trust Business Operator;
 - 二 合併により消滅したとき。 その外国信託業者の役員であった者
 - (ii) when the Foreign Trust Company has been extinguished due to a merger: a person who was the officer of said Foreign Trust Business Operator;
 - 三 破産手続開始の決定を受けたとき、又は本店の所在する国において当該国の法令に基づき破産手続と同種類の手続を開始したとき。 その破産管財人又は当該国において破産管財人に相当する者
 - (iii) when an order for the commencement of bankruptcy proceedings has been issued to the Foreign Trust Company, or when any proceedings of the same kind as bankruptcy proceedings have been commenced in the state where its

head office is located pursuant to the laws and regulations of said state: the bankruptcy trustee or the person who holds a position equivalent to bankruptcy trustee in said state; and

- 四 合併及び破産手続開始の決定以外の理由により解散したとき(支店の清算を開始 したときを含む。)。 その清算人又は本店の所在する国において清算人に相当す る者
- (iv) when the Trust Company has been dissolved due to any reason other than a merger or the commencement of bankruptcy proceedings (including the case where liquidation of a branch has been commenced): the liquidator or a person who holds a position equivalent to liquidator in the state where its head office is located.
- 3 外国信託会社は、すべての支店における信託業の廃止(外国における信託業のすべての廃止を含む。)をし、合併(当該外国信託会社が合併により消滅するものに限る。)をし、合併及び破産手続開始の決定以外の理由による解散をし、支店における信託業の全部の承継(外国における信託業の全部の承継を含む。)若しくは一部の承継をさせ、又は支店における信託業の全部の譲渡(外国における信託業の全部の譲渡を含む。)若しくは一部の譲渡をしようとするときは、その日の三十日前までに、内閣府令で定めるところにより、その旨を公告するとともに、すべての支店の公衆の目につきやすい場所に掲示しなければならない。
- (3) When a Foreign Trust Company intends to close Trust Business carried out at all of its branch offices (including closure of all Trust Business carried out in foreign countries), to effect a merger (limited to a merger upon which said Foreign Trust Company extinguishes), to dissolve due to any reason other than a merger or the commencement of bankruptcy proceedings, to have all of its Trust Business conducted at branch offices succeeded to (including succession to all of its Trust Business in foreign countries), to have a part of its Trust Business conducted at branch offices succeeded to, to transfer all Trust Business at its branch offices (including transfer of all Trust Business in foreign countries) or transfer a part of Trust Business carried out at its branch offices, it shall, by thirty days prior to the date when any of these events is to take place, give public notice to that effect and post a notice to that effect in a place easily seen by the public at all of its business offices, pursuant to the provisions of a Cabinet Office Ordinance.
- 4 外国信託会社は、前項の公告をしたときは、直ちに、その旨を内閣総理大臣に届け 出なければならない。
- (4) When a Foreign Trust Company has given public notice as set forth in the preceding paragraph, it shall immediately notify the Prime Minister to that effect.
- 5 外国信託会社(管理型外国信託会社を除く。以下この項において同じ。)が第五十二条第一項若しくは第五十四条第一項の登録を受けたとき、又は管理型外国信託会社が第五十二条第一項の登録を受けたときは、当該外国信託会社又は当該管理型外国信

託会社は、遅滞なく、内閣府令で定めるところにより、その旨を公告するとともに、 すべての支店の公衆の目につきやすい場所に掲示しなければならない。

- (5) When a Foreign Trust Company (excluding an Custodian Type Foreign Trust Company; hereinafter the same shall apply in this paragraph) has been registered pursuant to Article 52(1) or Article 54(1), or when an Custodian Type Foreign Trust Company has been registered pursuant to Article 52(1), the Foreign Trust Company or the Custodian Type Foreign Trust Company shall, without delay, give public notice to that effect and post a notice to that effect in a place easily seen by the public at all of its business offices, pursuant to the provisions of a Cabinet Office Ordinance.
- 6 会社法第九百四十条第一項(第二号を除く。)及び第三項(電子公告の公告期間等)、第九百四十一条(電子公告調査)、第九百四十六条(調査の義務等)、第九百四十七条(電子公告調査を行うことができない場合)、第九百五十一条第二項(財務諸表等の備置き及び閲覧等)、第九百五十三条(改善命令)並びに第九百五十五条(調査記録簿等の記載等)の規定は、外国信託会社が電子公告(同法第二条第三十四号(定義)に規定する電子公告をいう。)によりこの法律又は他の法律の規定による公告(会社法の規定による公告を除く。)をする場合について準用する。この場合において、同法第九百四十条第三項中「前二項」とあるのは「第一項」と読み替えるものとするほか、必要な技術的読替えは、政令で定める。
- (6) The provisions of Article 940(1) (excluding item (ii)) and 940(3) (Public Notice Period, etc. of Electronic Public Notice), Article 941 (Electronic Public Notice Investigation), Article 946 (Obligation, etc. of Investigation), Article 947 (Cases Where an Electronic Public Notice Investigation Is Unable to Be Carried Out), Article 951(2) (Keeping and Inspection, etc. of Financial Statements, etc.), Article 953 (Order for Improvement), and Article 955 (Statements, etc. in an Investigation Record Book, etc.) of the Companies Act shall apply mutatis mutandis to the cases where a Foreign Trust Company gives public notice pursuant to the provisions of this Act or any other Act (excluding public notice to be given pursuant to the provisions of the Companies Act) by means of Electronic Public Notice (meaning Electronic Public Notice as prescribed in Article 2(xxxiv) (Definitions) of that Act). In this case, the term "the preceding two paragraphs" in Article 940(3) of that Act shall be deemed to be replaced with "paragraph (1)," and any necessary technical replacement of terms shall be specified by a Cabinet Order.

(立入検査等)

(Inspections, etc.)

第五十八条 内閣総理大臣は、外国信託会社の信託業務の健全かつ適切な運営を確保するため必要があると認めるときは、当該外国信託会社若しくは当該外国信託会社の支店とその業務に関して取引する者に対し当該支店の業務若しくは財産に関し参考となるべき報告若しくは資料の提出を命じ、又は当該職員に当該支店その他の施設に立ち

入らせ、その業務若しくは財産の状況に関して質問させ、若しくは帳簿書類その他の 物件を検査させることができる。

- Article 58 (1) When the Prime Minister finds it necessary for securing the sound and appropriate operations of a Foreign Trust Company's trust business, he/she may order said Foreign Trust Company or a person who conducts transactions with a branch office of said Foreign Trust Company with regard to said business to submit reports or materials that should be used as a reference concerning the business or property of said branch office, or have the officials enter said branch office or any other facility, and have them ask questions about the status of business or property, or inspect the books and documents or other relevant items.
- 2 内閣総理大臣は、外国信託会社の信託業務の健全かつ適切な運営を確保するため特に必要があると認めるときは、その必要の限度において、当該外国信託会社から業務の委託を受けた者に対し当該外国信託会社の業務若しくは財産に関し参考となるべき報告若しくは資料の提出を命じ、又は当該職員に当該外国信託会社から業務の委託を受けた者の施設に立ち入らせ、当該外国信託会社の業務若しくは財産の状況に関して質問させ、若しくは帳簿書類その他の物件を検査させることができる。
- (2) When the Prime Minister finds it especially necessary for securing the sound and appropriate operations of trust business of a Foreign Trust Company, the Prime Minister may, to the extent of that necessity, order a person who has been delegated with business by said Foreign Trust Company to submit reports or materials that should be used as a reference concerning the business or property of said Foreign Trust Company, or may have officials enter the facilities of a person who has been delegated with business by said Foreign Trust Company, and have them ask questions about the status of business or property of said Foreign Trust Company, or inspect the books, documents, or other relevant items.
- 3 前項の外国信託会社から業務の委託を受けた者は、正当な理由があるときは、同項 の規定による報告若しくは資料の提出又は質問若しくは検査を拒むことができる。
- (3) A person who has been delegated with business by a Foreign Trust Company as set forth in the preceding paragraph may refuse to submit a report or materials, may refuse questioning, and may refuse to undergo an inspection under the provisions of that paragraph when there are justifiable grounds.
- 4 第一項又は第二項の規定により立入検査をする職員は、その身分を示す証明書を携帯し、関係者に提示しなければならない。
- (4) An official who carries out an inspection pursuant to the provisions of paragraph (1) or (2) shall carry a certificate for identification and present it to the persons concerned.
- 5 第一項及び第二項の規定による立入検査の権限は、犯罪捜査のために認められたものと解してはならない。
- (5) The authority for inspection under the provisions of paragraphs (1) and (2)

shall not be construed as being for criminal investigation.

(運用型外国信託会社に対する監督上の処分)

- (Supervisory Dispositions against an Investment-Based Foreign Trust Company)
- 第五十九条 内閣総理大臣は、外国信託会社(管理型外国信託会社を除く。以下この条において同じ。)が次の各号のいずれかに該当する場合においては、当該外国信託会社の第五十三条第一項の免許を取り消し、又は六月以内の期間を定めて支店の業務の全部若しくは一部の停止を命ずることができる。
- Article 59 (1) Where a Foreign Trust Company (excluding an Custodian Type Foreign Trust Company; hereinafter the same shall apply in this Article) falls under any of the following items, the Prime Minister may rescind its license under Article 53, paragraph (1), or may order said Foreign Trust Company to suspend business operations at its branch offices in whole or in part specifying a period not exceeding six months therefor:
 - 一 第五十三条第六項第一号から第六号までに該当することとなったとき。
 - (i) when the Foreign Trust Company has come to fall under any of Article 53(6)(i) to (vi) inclusive;
 - 二 第五十三条第一項の免許を受けた当時に同条第六項各号のいずれかに該当していたことが判明したとき。
 - (ii) when the Foreign Trust Company is found to have fallen under any of the items of Article 53(6) at the time when it obtained a license under paragraph (1) of that Article;
 - 三 いずれかの支店において信託業務を的確に遂行するに足りる人的構成を有しない こととなったとき。
 - (iii) when any of the branch offices of the Foreign Trust Company has ceased to have a sufficient personnel composition to allow for the right execution of trust business;
 - 四 不正の手段により第五十三条第一項の免許を受けたことが判明したとき。
 - (iv) when the Foreign Trust Company is found to have obtained a license under Article 53(1) by wrongful means;
 - 五 第五十三条第一項の免許に付した条件に違反したとき。
 - (v) when the Foreign Trust Company has violated any condition attached to a license under Article 53(1);
 - 六 法令又は法令に基づく内閣総理大臣の処分に違反したとき。
 - (vi) when the Foreign Trust Company has violated laws and regulations or any disposition made by the Prime Minister pursuant to laws and regulations; or 七 公益を害する行為をしたとき。
 - (vii) when the Foreign Trust Company has committed an act that is harmful to the public interest.
- 2 内閣総理大臣は、外国信託会社の国内における代表者又は支店に駐在する役員が第

五条第二項第八号イからチまでのいずれかに該当することとなったとき、又は前項第 五号若しくは第六号に該当する行為をしたときは、当該外国信託会社に対し当該代表 者又は当該役員の解任を命ずることができる。

(2) When a Foreign Trust Company's Representative in Japan or a resident officer in a branch office thereof has come to fall under any of Article 5(2)(viii)(a) to (h) inclusive, or has committed an act that falls under item (v) or (vi) of the preceding paragraph, the Prime Minister may order said Foreign Trust Company to dismiss said representative or said officer.

(管理型外国信託会社に対する監督上の処分)

(Supervisory Disposition against a Custodian Type Foreign Trust Company)

- 第六十条 内閣総理大臣は、管理型外国信託会社が次の各号のいずれかに該当する場合 においては、当該管理型外国信託会社の第五十四条第一項の登録を取り消し、又は六 月以内の期間を定めて支店の業務の全部若しくは一部の停止を命ずることができる。
- Article 60 (1) Where a Custodian Type Foreign Trust Company falls under any of the following items, the Prime Minister may rescind its registration under Article 54(1) or may order said Custodian Type Foreign Trust Company to suspend business operations at its branch offices in whole or in part and specify a period not exceeding six months therefor:
 - 一 第五十三条第六項第一号又は第四号から第六号までに該当することとなったとき。
 - (i) when the Custodian Type Foreign Trust Company has come to fall under Article 53(6)(i) or any of items (iv) to (vi) inclusive of that paragraph;
 - 二 第五十四条第六項第二号から第五号までに該当することとなったとき。
 - (ii) when the Custodian Type Foreign Trust Company has come to fall under any of Article 54(6)(ii) to (v) inclusive;
 - 三 不正の手段により第五十四条第一項の登録を受けたことが判明したとき。
 - (iii) when the Custodian Type Foreign Trust Company is found to have been registered under Article 54(1) by wrongful means;
 - 四 法令又は法令に基づく内閣総理大臣の処分に違反したとき。
 - (iv) when the Custodian Type Foreign Trust Company has violated laws and regulations or a disposition made by the Prime Minister pursuant to laws and regulations; or
 - 五 公益を害する行為をしたとき。
 - (v) when the Custodian Type Foreign Trust Company has committed an act that is harmful to the public interest.
- 2 内閣総理大臣は、管理型外国信託会社の国内における代表者又は支店に駐在する役員が第五条第二項第八号イからチまでのいずれかに該当することとなったとき、又は前項第四号に該当する行為をしたときは、当該管理型外国信託会社に対し当該代表者又は当該役員の解任を命ずることができる。
- (2) When an Custodian Type Foreign Trust Company's Representative in Japan or a resident officer in a branch office thereof has come to fall under any of

Article 5(2)(viii)(a) to (h) inclusive, or has committed an act that falls under item (iv) of the preceding paragraph, the Prime Minister may order said Custodian Type Foreign Trust Company to dismiss said representative or said officer.

(免許等の取消し等の場合の解任手続の規定の準用)

(Application Mutatis Mutandis of Provisions on Dismissal Procedures in the Case of Rescission, etc. of a License, etc.)

- 第六十一条 第四十九条の規定は、内閣総理大臣が第五十四条第二項において準用する 第七条第三項の登録の更新をしなかった場合、第五十九条第一項の規定により第五十 三条第一項の免許を取り消した場合又は前条第一項の規定により第五十四条第一項の 登録を取り消した場合について準用する。
- Article 61 The provisions of Article 49 shall apply mutatis mutandis to the a case where the Prime Minister has not renewed a registration under Article 7(3) as applied mutatis mutandis pursuant to Article 54(2), the case where the Prime Minister has rescinded a license under Article 53(1) pursuant to the provisions of Article 59(1), or the case when the Prime Minister has rescinded a registration under Article 54(1) pursuant to the provisions of paragraph (1) of the preceding Article.

(清算手続等における内閣総理大臣の意見等)

(Opinion, etc. of the Prime Minister in Liquidation Proceedings, etc.)

- 第六十二条 裁判所は、外国信託会社の国内における清算手続、破産手続、再生手続、 更生手続又は承認援助手続において、内閣総理大臣に対し、意見を求め、又は検査若 しくは調査を依頼することができる。
- Article 62 (1) In liquidation proceedings, bankruptcy proceedings, rehabilitation proceedings, reorganization proceedings, or recognition and assistance proceedings conducted in Japan in relation to a Foreign Trust Company, the court may request the opinion of the Prime Minister, and may request that an inspection or investigation be carried out thereby.
- 2 第五十条第二項及び第三項の規定は、前項の場合について準用する。
- (2) The provisions of Article 50(2) and (3) shall apply mutatis mutandis to the case prescribed in the preceding paragraph.

(この法律の適用関係)

(Application of This Act)

第六十三条 外国信託会社については信託会社とみなし、管理型外国信託会社については管理型信託会社とみなし、外国信託会社の国内における代表者及び支店に駐在する役員(監査役又はこれに準ずる者を除く。)については信託会社の取締役とみなして、第二章の規定(第三条から第十条まで、第十二条、第十四条第二項、第十七条から第二十一条まで、第三十二条、第三十五条から第四十二条まで、第四十四条、第四十五

条及び第四十九条から第五十二条までの規定を除く。)及びこれらの規定に係る第七章の規定を適用する。この場合において、次の表の上欄に掲げる規定中同表の中欄に掲げる字句は、同表の下欄に掲げる字句とする。

Article 63 (1) The provisions of Chapter II (excluding the provisions of Article 3 to Article 10 inclusive, Article 12, Article 14(2), Article 17 to Article 21 inclusive, Article 32, Article 35 to Article 42 inclusive, Article 44, Article 45, and Article 49 to Article 52 inclusive) and the provisions of Chapter VII pertaining to these provisions shall apply by deeming a Foreign Trust Company to be a Trust Company, an Custodian Type Foreign Trust Company to be an Custodian Type Trust Company, and a Foreign Trust Company's Representative in Japan and the resident officer of a branch office thereof (excluding a company auditor or a person equivalent thereto) to be a director of a Trust Company. In this case, the terms and phrases listed in the middle column of the following table in the provisions listed in the left-hand column of the same table shall be deemed to be replaced with the terms and phrases listed in the right-hand column of said table.

第十一条第一項	本店	主たる支店
Article 11(1)	head office	main branch office
第十一条第十項	第七条第三項の登録の更新	第五十四条第二項において準
Article 11(10)	renewal of a registration	用する第七条第三項の登録の
Article 11(10)	under Article 7(3)	更新
		2 4.01
		renewal of a registration under Article 7(3) as applied
		mutatis mutandis pursuant
		to Article 54(2)
	第四十四条第一項	第五十九条第一項
	Article $44(1)$	Article 59(1)
	第三条の免許	第五十三条第一項の免許
	license under Article 3	license under Article 53(1)
	第四十五条第一項	第六十条第一項
	Article $45(1)$	Article $60(1)$
	第七条第一項の登録	第五十四条第一項の登録
	registration under Article	registration under Article
	7(1)	54(1)
第十四条第一	商号	支店の名称
項、第二十五条	trade name	name of branch offices
及び第二十六条	litate name	
第一項第二号		
Article 14(1),		
Article 25 and		
Article 26(1)(ii)		
第二十四条の二	「住所	「支店の所在地
Article 24-2	"the address	"the address of the branch
11101010 21 2		offices
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I	第二十六条第一項」と	第二十六条第一項」と、同法
	第二十八来第一項」と "Article 26(1) of the Trust	
		第三十八条中「役員」とある
	Business Act";	のは「役員(国内における代
		表者を含む。)」と
		"Article 26(1) of the Trust
		Business Act"; the term
		"officer" in Article 38 of the
		Financial Instruments and
		Exchange Act shall be
		deemed to be replaced with
		"officers (including
		Representative Persons in
		Japan)";
第三十三条	事業年度ごとに	毎年四月から翌年三月までの
Article 33	with respect to each	期間ごとに
	business year	with respect to each period
		from April of every year to
		March of the next year
	毎事業年度	当該期間
	of each business year	of said period
第三十四条	事業年度ごとに	毎年四月から翌年三月までの
Article 34	with respect to each	期間ごとに
	business year	with respect to each period
	Subilions your	from April of every year to
		March of the next year
	毎事業年度	当該期間
		of said period
	of each business year 営業所	支店
		2 27
がm l ユタが	business offices	branch offices
第四十六条第一	第四十一条第二項	第五十七条第二項
項	Article 41(2)	Article 57(2)
Article 46(1)		
	第三条の免許	第五十三条第一項の免許
	license under Article 3	license under Article 53(1)
	第七条第一項の登録	第五十四条第一項の登録
	registration under Article	registration under Article
	7(1)	54(1)
第四十六条第二	第七条第一項又は第五十二条	第五十二条第一項又は第五十
項	第一項の登録	四条第一項の登録
Article 46(2)	registration under Article	registration under Article
	7(1) or Article 52(1)	52(1) or Article 54(1)
	第三条の免許	第五十三条第一項の免許
	license under Article 3	license under Article 53(1)
第四十六条第三	第三条の免許又は第五十二条	第五十二条第一項の登録又は
項	第一項の登録	第五十三条第一項の免許
Article 46(3)	license under Article 3 or a	registration under Article
11101010 10(0)	registration under Article	52(1) or license under
	52(1)	Article 53(1)
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	第七条第一項の登録	第五十四条第一項の登録
	registration under Article	registration under Article
	7(1)	54(1)
第四十七条	第七条第三項の登録の更新	第五十四条第二項において準
Article 47	renewal of a registration	用する第七条第三項の登録の
	under Article 7(3)	更新
		renewal of a registration
		under Article 7(3) as applied
		mutatis mutandis pursuant
		to Article 54(2)
	第四十五条第一項	第六十条第一項
	Article 45(1)	Article 60(1)
	第七条第一項の登録	第五十四条第一項の登録
	registration under Article	registration under Article
	7(1)	54(1)
第四十八条	第四十四条第一項	第五十九条第一項
Article 48	Article 44(1)	Article 59(1)
	第三条の免許	第五十三条第一項の免許
	license under Article 3	license under Article 53(1)
	第四十五条第一項	第六十条第一項
	Article 45(1)	Article 60(1)
	第七条第一項の登録	第五十四条第一項の登録
	registration under Article	registration under Article
	7(1)	54(1)

- 2 第二十一条の規定は外国信託会社がその支店において行う業務について、第三十九 条の規定は外国信託会社がその支店における信託業の譲渡を行う場合について、それ ぞれ準用する。この場合において、次の表の上欄に掲げる規定中同表の中欄に掲げる 字句は、同表の下欄に掲げる字句と読み替えるものとする。
- (2) The provisions of Article 21 shall apply mutatis mutandis to the business conducted by a Foreign Trust Company at its branch offices, and the provisions of Article 39 shall apply mutatis mutandis to the cases where a Foreign Trust Company transfers Trust Business conducted at its branches. In this case, the terms and phrases listed in the middle column of the following table in the provisions listed in the left-hand column of the same table shall be deemed to be replaced with the terms and phrases listed in the right-hand column of said table.

第二十一条第一 項 Article 21(1)	第四条第二項第三号 Article 4(2)(iii)	第五十三条第三項第二号 Article 53(3)(ii)
	第八条第二項第三号 Article 8(2)(iii)	第五十四条第四項第二号 Article 54(4)(ii)

第二十一条第六	第三条の免許	第五十三条第一項の免許
項	license under Article 3	license under Article 53(1)
Article 21(6)		
	第七条第一項の登録	第五十四条第一項の登録
	registration under Article	registration under Article
	7(1)	54(1)

(外国信託業者の駐在員事務所の設置の届出等)

(Notification of Establishment of an Office for Resident Officers of a Foreign Trust Business Operator, etc.)

- 第六十四条 外国信託業者は、次に掲げる業務を行うため、国内において駐在員事務所 その他の施設を設置しようとする場合(他の目的をもって設置している施設において 当該業務を行おうとする場合を含む。)には、あらかじめ、当該業務の内容、当該施 設の所在地その他内閣府令で定める事項を内閣総理大臣に届け出なければならない。
- Article 64 (1) Where a Foreign Trust Business Operator intends to establish an office for its resident officers or any other facility in Japan for the purpose of conducting the following business (including the case where a Foreign Trust Business Operator intends to conduct said business at a facility that has been established for other purposes), it shall notify the Prime Minister of the content of said business, the location of said facility, and other matters specified by a Cabinet Office Ordinance in advance:
 - 一 信託業に関する情報の収集又は提供
 - (i) the collection or provision of information concerning Trust Business; and
 - 二 その他信託業に関連を有する業務
 - (ii) other business related to Trust Business.
- 2 内閣総理大臣は、必要があると認めるときは、外国信託業者に対し前項の施設において行う同項各号に掲げる業務に関し報告又は資料の提出を求めることができる。
- (2) When the Prime Minister finds it necessary, the Prime Minister may request a Foreign Trust Business Operator to submit a report or materials concerning the business listed in the items of the preceding paragraph which is conducted at the facility set forth in that paragraph.
- 3 外国信託業者は、第一項の施設を廃止したとき、当該施設において行う同項各号に 掲げる業務を廃止したときその他同項の規定により届け出た事項を変更したときは、 遅滞なく、その旨を内閣総理大臣に届け出なければならない。
- (3) When a Foreign Trust Business Operator has closed a facility set forth in paragraph (1), has closed any business listed in the items of that paragraph which is conducted at said facility, or has changed any of the matters notified pursuant to the provisions of that paragraph, it shall notify the Prime Minister to that effect without delay.

第四章 指図権者

Chapter IV Persons Authorized to Give Directions

(指図権者の忠実義務)

(Duty of Loyalty of Persons Authorized to Give Directions)

- 第六十五条 信託財産の管理又は処分の方法について指図を行う業を営む者(次条において「指図権者」という。)は、信託の本旨に従い、受益者のため忠実に当該信託財産の管理又は処分に係る指図を行わなければならない。
- Article 65 A person who carries out business related to providing instructions on methods of management or disposition of trust property (hereinafter referred to as a "Person Authorized to Give Directions" in the following Article) shall, in accordance with the main purpose of trust, loyally provide instructions on the management or disposition of trust property for the benefit of the beneficiaries.

(指図権者の行為準則)

(Rules of Conduct for Persons Authorized to Give Directions)

- 第六十六条 指図権者は、その指図を行う信託財産について、次に掲げる行為をしては ならない。
- Article 66 No Person Authorized to Give Directions shall commit any of the following acts with regard to the trust property regarding which the person gives instructions:
 - 一 通常の取引の条件と異なる条件で、かつ、当該条件での取引が信託財産に損害を 与えることとなる条件での取引を行うことを受託者に指図すること。
 - (i) the act of instructing the trustee to conduct a transaction under conditions which are different from those for ordinary transactions, and under which a transaction will cause damage to the trust property;
 - 二 信託の目的、信託財産の状況又は信託財産の管理若しくは処分の方針に照らして 不必要な取引を行うことを受託者に指図すること。
 - (ii) the act of instructing the trustee to conduct a transaction which is unnecessary in light of the purpose of the trust, the status of the trust property, or the policy for the management or disposition of trust property;
 - 三 信託財産に関する情報を利用して自己又は当該信託財産に係る受益者以外の者の 利益を図る目的をもって取引(内閣府令で定めるものを除く。)を行うことを受託 者に指図すること。
 - (iii) the act of instructing the trustee to conduct a transaction (excluding that specified by a Cabinet Office Ordinance) in pursuit of one's own interests or in the interests of a person other than the beneficiary pertaining to the trust property, by using information on said trust property; and
 - 四 その他信託財産に損害を与えるおそれがある行為として内閣府令で定める行為
 - (iv) other acts specified by a Cabinet Office Ordinance as those which are likely to cause damage to the trust property.

第五章 信託契約代理店

Chapter V Agent for Trust Agreement

第一節 総則

Section 1 General Provisions

(登録)

(Registration)

- 第六十七条 信託契約代理業は、内閣総理大臣の登録を受けた者でなければ、営むこと ができない。
- Article 67 (1) No person may carry out Agency for Trust Agreements without being registered by the Prime Minister.
- 2 信託契約代理業を営む者は、信託会社又は外国信託会社から委託を受けてその信託 会社又は外国信託会社(以下「所属信託会社」という。)のために信託契約代理業を 営まなければならない。
- (2) A person who carries out Agency for Trust Agreements shall carry out Agency for Trust Agreements for a Trust Company or a Foreign Trust Company (hereinafter referred to as "Principal Trust Company") under authorization by said Trust Company or Foreign Trust Company.

(登録の申請)

(Application for Registration)

- 第六十八条 前条第一項の登録を受けようとする者(第七十条において「申請者」という。)は、次に掲げる事項を記載した申請書を内閣総理大臣に提出しなければならない。
- Article 68 (1) A person who wishes to be registered under paragraph (1) of the preceding Article (referred to as "Applicant" in Article 70) shall submit a written application to the Prime Minister stating the following matters:
 - 一 商号、名称又は氏名
 - (i) the trade name or name;
 - 二 法人であるときは、その役員の氏名
 - (ii) in the case of a juridical person, the names of the officers;
 - 三 信託契約代理業を営む営業所又は事務所の名称及び所在地
 - (iii) the names and locations of the business offices or offices where the person carries out Agency for Trust Agreements;
 - 四 所属信託会社の商号
 - (iv) the trade name of the Principal Trust Company;
 - 五 他に業務を営むときは、その業務の種類
 - (v) where the person carries out other business, the type of business; and
 - 六 その他内閣府令で定める事項
 - (vi) other matters specified by a Cabinet Office Ordinance.
- 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 shall be attached to the written application set forth in the preceding paragraph:
 - 一 第七十条第一号又は第二号に該当しないことを誓約する書面
 - (i) a document pledging that the person falls under neither Article 70(i) nor (ii);
 - 二 業務方法書
 - (ii) a statement of operational procedures;
 - 三 法人であるときは、定款及び会社の登記事項証明書(これらに準ずるものを含む。)
 - (iii) in the case of a juridical person, the articles of incorporation and a certificate of the registered matters of the company (including documents equivalent thereto); and
 - 四 その他内閣府令で定める書類
 - (iv) other documents specified by a Cabinet Office Ordinance.
- 3 前項第二号の業務方法書に記載すべき事項は、内閣府令で定める。
- (3) The matters that should be stated in a statement of operational procedures set forth in item (ii) of the preceding paragraph shall be specified by a Cabinet Office Ordinance.

(登録簿への登録)

(Registration in Registry)

- 第六十九条 内閣総理大臣は、第六十七条第一項の登録の申請があった場合においては、 次条の規定により登録を拒否する場合を除くほか、次に掲げる事項を信託契約代理店 登録簿に登録しなければならない。
- Article 69 (1) Where an application has been filed for registration under Article 67(1), the Prime Minister shall register the following matters in the registry for Agents for Trust Agreement except when the Prime Minister refuses to register the Applicant pursuant to the provisions of the following Article:
 - 一 前条第一項各号に掲げる事項
 - (i) the matters listed in the items of paragraph (1) of the preceding Article; and
 - 二 登録年月日及び登録番号
 - (ii) the date of registration and the registration number.
- 2 内閣総理大臣は、信託契約代理店登録簿を公衆の縦覧に供しなければならない。
- (2) The Prime Minister shall make the registry for Trust Agreement available for public inspection.

(登録の拒否)

(Refusal of Registration)

第七十条 内閣総理大臣は、申請者が次の各号のいずれかに該当するとき、又は第六十 八条第一項の申請書若しくは同条第二項各号に掲げる添付書類のうちに虚偽の記載が あり、若しくは重要な事実の記載が欠けているときは、その登録を拒否しなければな らない。

- Article 70 When an Applicant falls under any of the following items, or when the written application set forth in Article 68(1) or any of the attached documents listed in the items of paragraph (2) of that Article include any false statements or fail to state any material facts, the Prime Minister shall refuse to register the Applicant:
 - 申請者が個人であるときは、第五条第二項第八号イからチまでのいずれかに該当 する者
 - (i) in cases where the Applicant is an individual, a person who falls under any of Article 5(2)(viii)(a) to (h) inclusive;
 - 二 申請者が法人であるときは、次のいずれかに該当する者
 - (ii) in cases where the Applicant is a juridical person, a person who falls under any of the following:
 - イ 第五条第二項第十号イ又は口に該当する者
 - (a) a person who falls under Article 5(2)(x)(a) or (b); or
 - ロ 役員のうちに第五条第二項第八号イからチまでのいずれかに該当する者のある 者
 - (b) a person whose officers include a person who falls under any of Article 5(2)(viii)(a) to (h) inclusive;
 - 三 信託契約代理業務を的確に遂行するための必要な体制が整備されていると認められない者
 - (iii) a person who is found not to have established the system necessary for the right execution of Agency for Trust Agreements; or
 - 四 他に営む業務が公益に反すると認められる者
 - (iv) a person whose other business is found to be contrary to the public interest.

(変更の届出)

(Notification of Changes)

- 第七十一条 信託契約代理店は、第六十八条第一項各号に掲げる事項に変更があったと きは、その日から二週間以内に、その旨を内閣総理大臣に届け出なければならない。
- Article 71 (1) When there is a change in any of the matters listed in the items of Article 68(1), the Agent for Trust Agreement shall notify the Prime Minister to that effect within two weeks from the date of said change.
- 2 内閣総理大臣は、前項の届出を受理したときは、その旨を信託契約代理店登録簿に 登録しなければならない。
- (2) When the Prime Minister has received a notification set forth in the preceding paragraph, the Prime Minister shall register to that effect in the registry for Agent for Trust Agreement.
- 3 信託契約代理店は、第六十八条第二項第二号の業務方法書を変更したときは、遅滞なく、その旨を内閣総理大臣に届け出なければならない。
- (3) When an Agent for Trust Agreement has changed its statement of operational procedures under Article 68(2)(ii), it shall notify the Prime Minister to that

effect without delay.

(標識の掲示)

(Posting of Signs)

- 第七十二条 信託契約代理店は、信託契約代理業を営む営業所又は事務所ごとに、公衆 の見やすい場所に、内閣府令で定める様式の標識を掲示しなければならない。
- Article 72 (1) An Agent for Trust Agreement shall post a sign in the format specified by a Cabinet Office Ordinance in a place easily viewable by the public at each business office or office where it carries out Agency for Trust Agreements.
- 2 信託契約代理店以外の者は、前項の標識又はこれに類似する標識を掲示してはならない。
- (2) No person other than an Agent for Trust Agreement shall post a sign as set forth in the preceding paragraph or any sign similar thereto.

(名義貸しの禁止)

(Prohibition on Name Lending)

- 第七十三条 信託契約代理店は、自己の名義をもって、他人に信託契約代理業を営ませてはならない。
- Article 73 No Agent for Trust Agreement shall have another person carry out Agency for Trust Agreements in its own name.

第二節 業務

Section 2 Business

(顧客に対する説明)

(Explanations to Clients)

- 第七十四条 信託契約代理店は、信託契約の締結の代理(信託会社又は外国信託会社を 代理する場合に限る。以下この章において同じ。)又は媒介を行うときは、あらかじ め、顧客に対し次に掲げる事項を明らかにしなければならない。
- Article 74 When an Agent for Trust Agreement acts as an agent (limited to the cases where it acts as an agent for a Trust Company or a Foreign Trust Company; hereinafter the same shall apply in this Chapter) or an intermediary in concluding a trust agreement, it shall clearly explain to the client the following matters in advance:
 - 一 所属信託会社の商号
 - (i) the trade name of the Principal Trust Company;
 - 二 信託契約の締結を代理するか媒介するかの別
 - (ii) the role that the Trust Agreement Agent plays in concluding a trust agreement, either as an agent or as an intermediary; and
 - 三 その他内閣府令で定める事項

(iii) other matters specified by a Cabinet Office Ordinance.

(分別管理)

(Segregated Management)

- 第七十五条 信託契約代理店は、信託契約の締結の代理又は媒介に関して顧客から財産 の預託を受けた場合には、当該財産を自己の固有財産及び他の信託契約の締結に関し て預託を受けた財産と分別して管理しなければならない。
- Article 75 Where an Agent for Trust Agreement has received a deposit of property from a client with regard to business in which it acts as an agent or intermediary in concluding a trust agreement, it shall manage said property separately from its own property and any property deposited in relation to conclusion of other trust agreements.

(準用)

(Application Mutatis Mutandis)

- 第七十六条 第二十四条及び第二十五条の規定は、信託契約代理店が行う信託契約の締結の代理又は媒介について準用する。この場合において、第二十四条第一項中「次に掲げる行為(次条に規定する特定信託契約による信託の引受けにあっては、第五号に掲げる行為を除く。)」とあるのは「次に掲げる行為」と、第二十五条中「事項(特定信託契約による信託の引受けを行うときは、同号に掲げる事項を除く。)」とあるのは「事項」と、「当該信託会社」とあるのは「受託者」と読み替えるものとする。
- Article 76 The provisions of Article 24 and Article 25 shall apply mutatis mutandis to business carried out by an Agent for Trust Agreement that is related to acting as an agent or an intermediary in concluding a trust agreement. In this case, the phrase "the following acts (in the case of accepting a trust under a Specific Trust Agreement prescribed in the following Article, excluding acts listed in item (v))" in Article 24(1) shall be deemed to be replaced with "the following acts," the term "matters (in the case of accepting a trust under a Specific Trust Agreement, excluding the matters listed in that item)" in Article 25 shall be deemed to be replaced with "matters," and the term "said Trust Company" in the same provisions shall be deemed to be replaced with "trustee."

第三節 経理

Section 3 Accounting

(信託契約代理業務に関する報告書)

(Reports on Agency for Trust Agreements)

第七十七条 信託契約代理店は、事業年度ごとに、信託契約代理業務に関する報告書を 作成し、毎事業年度経過後三月以内に内閣総理大臣に提出しなければならない。

Article 77 (1) An Agent for Trust Agreement shall prepare a report on its Agency

- for Trust Agreements with respect to each business year and submit it to the Prime Minister within three months from the end of each business year.
- 2 内閣総理大臣は、前項の信託契約代理業務に関する報告書を、委託者若しくは受益者の秘密を害するおそれのある事項又は当該信託契約代理店の業務の遂行上不当な不利益を与えるおそれのある事項を除き、公衆の縦覧に供しなければならない。
- (2) The Prime Minister shall make reports on Agency for Trust Agreements as set forth in the preceding paragraph available for public inspection, with the exception of matters that are likely to do harm to a secret of the settlor or beneficiary and matters that are likely to cause an unreasonable disadvantage in the business performance of said Agent for Trust Agreement.

(所属信託会社の説明書類の縦覧)

(Public Inspection of Explanatory Documents of Principal Trust Companies) 第七十八条 信託契約代理店は、所属信託会社の事業年度ごとに、第三十四条第一項の規定により当該所属信託会社が作成する説明書類を信託契約代理業を営むすべての営業所又は事務所に備え置き、公衆の縦覧に供しなければならない。

- Article 78 (1) An Agent for Trust Agreement shall keep copies of explanatory documents prepared by the Principal Trust Company pursuant to the provisions of Article 34(1) with respect to each business year of said Principal Trust Company at all of its business offices or offices where it carries out Agency for Trust Agreements, and shall thereby make it available for public inspection.
- 2 前項に規定する説明書類が電磁的記録をもって作成されているときは、信託契約代理業を営むすべての営業所又は事務所において当該説明書類の内容である情報を電磁的方法により不特定多数の者が提供を受けることができる状態に置く措置として内閣府令で定めるものをとることができる。この場合においては、同項に規定する説明書類を公衆の縦覧に供したものとみなす。
- (2) When an explanatory document prescribed in the preceding paragraph has been prepared in the form of an Electromagnetic Record, all business offices or offices carrying out Agency for Trust Agreements may take measures specified by a Cabinet Office Ordinance as those for making information contained in said explanatory document available to unspecified many persons by Electromagnetic Means. In this case, the explanatory documents prescribed in that paragraph shall be deemed to have been made available for public inspection.

第四節 監督 Section 4 Supervision

(廃業等の届出)

(Notification of Cessation of Business, etc.)

- 第七十九条 信託契約代理店が次の各号のいずれかに該当することとなったときは、当 該各号に定める者は、その日から三十日以内に、その旨を内閣総理大臣に届け出なけ ればならない。
- Article 79 When an Agent for Trust Agreement has come to fall under any of the following items, the persons prescribed in those items shall notify the Prime Minister to that effect within thirty days from that date:
 - 一 信託契約代理業を廃止したとき(会社分割により信託契約代理業の全部の承継を させたとき、又は信託契約代理業の全部の譲渡をしたときを含む。)。 その個人 又は法人
 - (i) when a Trust Agreement Agent has closed Agency for Trust Agreements (including when it has had the whole Agency for Trust Agreements succeeded to due to company split or has transferred the whole Agency for Trust Agreements): the individual or juridical person;
 - 二 信託契約代理店である個人が死亡したとき。 その相続人
 - (ii) when an individual who is an Agent for Trust Agreement has died: the individual's heir;
 - 三 信託契約代理店である法人が合併により消滅したとき。 その法人を代表する役員であった者
 - (iii) when a juridical person who is an Agent for Trust Agreement has been extinguished due to merger: the person who was an officer representing the juridical person;
 - 四 信託契約代理店である法人が破産手続開始の決定により解散したとき。 その破産管財人
 - (iv) when a juridical person who is an Agent for Trust Agreement has been dissolved due to an order for the commencement of bankruptcy proceedings: the bankruptcy trustee;
 - 五 信託契約代理店である法人が合併及び破産手続開始の決定以外の理由により解散 したとき。 その清算人
 - (v) when a juridical person who is an Agent for Trust Agreement has been dissolved for a reason other than a merger or an order for the commencement of bankruptcy proceedings: the liquidator.

(立入検査等)

(Site Inspections, etc.)

第八十条 内閣総理大臣は、信託契約代理店の信託契約代理業務の健全かつ適切な運営を確保するため必要があると認めるときは、当該信託契約代理店若しくは当該信託契約代理店とその業務に関して取引する者に対し当該信託契約代理店の業務に関し参考となるべき報告若しくは資料の提出を命じ、又は当該職員に当該信託契約代理店の営業所若しくは事務所に立ち入らせ、その業務の状況に関して質問させ、若しくは書類その他の物件を検査させることができる。

Article 80 (1) When the Prime Minister finds it necessary for securing the sound

and appropriate operations of the agency business for trust agreements by an Agent for Trust Agreement, the Prime Minister may order said Agent for Trust Agreement or a person who conducts transactions with said Agent for Trust Agreement with regard to said business to submit reports or materials that should be used as a reference concerning the business of said Agent for Trust Agreement, or may have officials enter a business office or office of said Agent for Trust Agreement, ask questions about the status of business, and inspect the books, documents, and other relevant items.

- 2 前項の規定により立入検査をする職員は、その身分を示す証明書を携帯し、関係者 に提示しなければならない。
- (2) An official who carries out inspections pursuant to the provisions of the preceding paragraph shall carry a certificate for identification and present it to the persons concerned.
- 3 第一項の規定による立入検査の権限は、犯罪捜査のために認められたものと解して はならない。
- (3) The authority for inspection under the provisions of paragraph (1) shall not be construed as being for criminal investigation.

(業務改善命令)

(Order to Improve Business Operations)

- 第八十一条 内閣総理大臣は、信託契約代理店の業務の状況に照らして、当該信託契約 代理店の信託契約代理業務の健全かつ適切な運営を確保するため必要があると認める ときは、当該信託契約代理店に対し、その必要の限度において、業務方法書の変更そ の他業務の運営の改善に必要な措置を命ずることができる。
- Article 81 When the Prime Minister finds it necessary for securing the sound and appropriate operations of the business of an Agent for Trust Agreement in light of the status of business of said Agent for Trust Agreement, the Prime Minister may, to the extent of that necessity, order said Agent for Trust Agreement to change its statement of operational procedures or take any other measures necessary to improve the operations of the business.

(監督上の処分)

(Supervisory Dispositions)

- 第八十二条 内閣総理大臣は、信託契約代理店が次の各号のいずれかに該当する場合に おいては、当該信託契約代理店の第六十七条第一項の登録を取り消し、又は六月以内 の期間を定めて業務の全部若しくは一部の停止を命ずることができる。
- Article 82 (1) Where an Agent for Trust Agreement falls under any of the following items, the Prime Minister may rescind the registration of said Agent for Trust Agreement under Article 67(1), or may order said Agent for Trust Agreement to suspend its business operations in whole or in part and specifying a period not exceeding six months therefor:

- 一 第七十条各号(第二号口を除く。)に該当することとなったとき。
- (i) when the Trust Agreement Agent has come to fall under any of the items of Article 70 (excluding item (ii)(b));
- 二 不正の手段により第六十七条第一項の登録を受けたことが判明したとき。
- (ii) when the Trust Agreement Agent is found to have been registered under Article 67(1) by wrongful means;
- 三 法令又は法令に基づく内閣総理大臣の処分に違反したとき。
- (iii) when the Trust Agreement Agent has violated laws or regulations or a disposition made by the Prime Minister pursuant to laws and regulations; or 四 公益を害する行為をしたとき。
- (iv) when the Trust Agreement Agent has committed an act that is harmful to the public interest.
- 2 内閣総理大臣は、信託契約代理店の役員が、第五条第二項第八号イからチまでのいずれかに該当することとなったとき、又は前項第三号に該当する行為をしたときは、 当該信託契約代理店に対し当該役員の解任を命ずることができる。
- (2) When an officer of an Agent for Trust Agreement has come to fall under any of (a) to (h) inclusive of Article 5(2)(viii), or has committed an act that falls under item (iii) of the preceding paragraph, the Prime Minister may order said Agent for Trust Agreement to dismiss said officer.

(登録の失効)

(Loss of Effect of Registration)

- 第八十三条 信託契約代理店が第七十九条各号のいずれかに該当することとなったとき、 又はそのすべての所属信託会社との委託契約が終了したときは、当該信託契約代理店 の第六十七条第一項の登録は、その効力を失う。
- Article 83 When an Agent for Trust Agreement Agent has come to fall under any of the items of Article 79, or when all entrustment agreements it has concluded with entrusting trust companies have terminated, the registration under Article 67(1) of said Trust Agreement Agent shall cease to be effective.

(登録の抹消)

(Cancellation of Registration)

- 第八十四条 内閣総理大臣は、第八十二条第一項の規定により第六十七条第一項の登録 を取り消したとき、又は前条の規定により同項の登録がその効力を失ったときは、当 該登録を抹消しなければならない。
- Article 84 When the Prime Minister has rescinded a registration under Article 67(1) pursuant to the provisions of Article 82(1), or when a registration under Article 67(1) has ceased to be effective pursuant to the provisions of the preceding Article, the Prime Minister shall cancel said registration.

第五節 雑則

Section 5 Miscellaneous Provisions

(所属信託会社の損害賠償責任)

(Entrusting Trust Company Liability for Damages)

- 第八十五条 信託契約代理店の所属信託会社は、信託契約代理店が行った信託契約の締結の代理又は媒介につき顧客に加えた損害を賠償する責めに任ずる。ただし、所属信託会社が信託契約代理店への委託につき相当の注意をし、かつ、信託契約代理店が行う信託契約の締結の代理又は媒介につき顧客に加えた損害の発生の防止に努めたときは、この限りでない。
- Article 85 A Principal Trust Company of an Agent for Trust Agreement shall be liable for compensation for damages caused to a client with regard to business carried out by an Agent for Trust Agreement that is related to acting as an agency or an intermediary in concluding a trust agreement; provided, however, that this shall not apply to the case where an Principal Trust Company has paid reasonable attention in entrusting said Agent for Trust Agreement and has made efforts to prevent damages which have been caused to a client with regard to business carried out by the Agent for Trust Agreement that is related to acting as an agent or an intermediary in concluding a trust agreement.

第六章 雑則

Chapter VI Miscellaneous Provisions

(財務大臣への資料提出等)

(Submission of Materials to the Minister of Finance, etc.)

- 第八十六条 財務大臣は、その所掌に係る金融破綻処理制度及び金融危機管理に関し、 信託業に係る制度の企画又は立案をするため必要があると認めるときは、内閣総理大 臣に対し、必要な資料の提出及び説明を求めることができる。
- Article 86 (1) When the Minister of Finance finds it necessary for planning or designing systems for Trust Business, in relation to a system for disposal of failed financial institutions and financial risk management under the Minister's jurisdiction, the Minister may request that the Prime Minister provide the necessary materials and explanations therefor.
- 2 財務大臣は、その所掌に係る金融破綻処理制度及び金融危機管理に関し、信託業に係る制度の企画又は立案をするため特に必要があると認めるときは、その必要の限度において、信託会社、外国信託会社又は信託契約代理店に対し、資料の提出、説明その他の協力を求めることができる。
- (2) When the Minister of Finance finds it particularly necessary for planning or designing systems for Trust Business, in relation to a system for disposal of failed financial institutions and financial crisis management under the Minister's jurisdiction, the Minister may, to the extent of that necessity, request Trust Companies, Foreign Trust Companies, or Agents for Trust

Agreement to provide materials or explanation or any other cooperation.

(権限の委任)

(Delegation of Authority)

- 第八十七条 内閣総理大臣は、この法律による権限(政令で定めるものを除く。)を金融庁長官に委任する。
- Article 87 (1) The Prime Minister shall delegate the authority under this Act (excluding that specified by a Cabinet Order) to the Commissioner of the Financial Services Agency.
- 2 金融庁長官は、政令で定めるところにより、前項の規定により委任された権限の一部を財務局長又は財務支局長に委任することができる。
- (2) The Commissioner of the Financial Services Agency may, pursuant to the provisions of a Cabinet Order, delegate part of the authority delegated pursuant to the provisions of the preceding paragraph to the Directors-General of the Local Finance Bureaus or the Directors-General of the Local Finance Branch Bureaus.

(適用関係)

(Application)

- 第八十八条 この法律及びこれに基づく命令以外の法令において「信託会社」とあるのは、別段の定めがない限り、外国信託会社を含むものとする。
- Article 88 The term "trust company" as used in laws and regulations other than this Act and orders issued based thereon shall include Foreign Trust Companies, except as otherwise provided.

(内閣府令への委任)

(Delegation to Cabinet Office Ordinance)

- 第八十九条 この法律に定めるもののほか、この法律の規定による免許、登録、認可及 び承認に関する申請の手続、書類の提出の手続、記載事項及び保存期間その他この法 律を実施するため必要な事項は、内閣府令で定める。
- Article 89 In addition to what is provided in this Act, application procedures, procedures for submission of documents, matters to be stated, and the preservation period with regard to a license, registration, authorization, or approval under the provisions of this Act and other matters necessary to enforce this Act shall be prescribed by a Cabinet Office Ordinance.

(経過措置)

(Transitional Measures)

第九十条 この法律の規定に基づき命令を制定し、又は改廃する場合においては、その 命令で、その制定又は改廃に伴い合理的に必要とされる範囲内において、所要の経過 措置(罰則に関する経過措置を含む。)を定めることができる。 Article 90 Where an order is established or revised pursuant to the provisions of this Act, the necessary transitional measures (including those concerning penal provisions) may be prescribed by said order to the extent reasonably required along with said establishment or revision.

第七章 罰則

Chapter VII Penal Provisions

- 第九十一条 次の各号のいずれかに該当する者は、三年以下の懲役若しくは三百万円以下の罰金に処し、又はこれを併科する。
- Article 91 A person who falls under any of the following items shall be punished by imprisonment with work for not more than three years, a fine of not more than three million yen, or both:
 - 一 第三条の規定に違反して、免許を受けないで信託業を営んだ者
 - (i) a person who, in violation of the provisions of Article 3, has carried out Trust Business without obtaining a license;
 - 二 不正の手段により第三条又は第五十三条第一項の免許を受けた者
 - (ii) a person who has obtained a license under Article 3 or Article 53(1) by wrongful means;
 - 三 不正の手段により第七条第一項、第五十条の二第一項、第五十二条第一項又は第 五十四条第一項の登録を受けた者
 - (iii) a person who has been registered under Article 7(1), Article 50-2(1), Article 52(1) or Article 54(1) by wrongful means;
 - 四 第十五条の規定に違反して、他人に信託業を営ませた者
 - (iv) a person who, in violation of the provisions of Article 15, has had another person carry out Trust Business;
 - 五 第五十条の二第一項の規定に違反して、登録を受けないで信託法第三条第三号に 掲げる方法による信託をした者
 - (v) a person who, in violation of the provisions of Article 50-2(1), has created any trust by means specified in Article 3(iii) of the Trust Act without being registered;
 - 六 第六十七条第一項の規定に違反して、登録を受けないで信託契約代理業を営んだ 者
 - (vi) a person who, in violation of the provisions of Article 67(1), has carried out Agency for Trust Agreements without being registered;
 - 七 不正の手段により第六十七条第一項の登録を受けた者
 - (vii) a person who has been registered under Article 67(1) by wrongful means; or
 - 八 第七十三条の規定に違反して、他人に信託契約代理業を営ませた者
 - (viii) a person who, in violation of the provisions of Article 73, has had another person carry out Agency for Trust Agreements.

- 第九十二条 次の各号のいずれかに該当する者は、二年以下の懲役若しくは三百万円以下の罰金に処し、又はこれを併科する。
- Article 92 A person who falls under any of the following items shall be punished by imprisonment with work for not more than two years, a fine of not more than three million yen, or both:
 - 一 第五条第八項又は第五十三条第九項の規定により付した条件に違反した者
 - (i) a person who has violated any of the conditions attached pursuant to the provisions of Article 5(8) or Article 53(9);
 - 二 第四十四条第一項又は第四十五条第一項の規定による業務の停止の命令に違反した者
 - (ii) a person who has violated an order to suspend business operations under the provisions of Article 44(1) or Article 45(1);
 - 三 第五十九条第一項又は第六十条第一項の規定による業務の停止の命令に違反した 者
 - (iii) a person who has violated an order to suspend business operations under the provisions of Article 59(1) or Article 60(1); or
 - 四 第八十二条第一項の規定による業務の停止の命令に違反した者
 - (iv) a person who has violated an order to suspend business operations under the provisions of Article 82(1).
- 第九十三条 次の各号のいずれかに該当する者は、一年以下の懲役若しくは三百万円以下の罰金に処し、又はこれを併科する。
- Article 93 A person who falls under any of the following items shall be punished by imprisonment with work for not more than one year, a fine of not more than three million yen, or both:
 - 一 第四条第一項の規定による申請書又は同条第二項の規定によりこれに添付すべき 書類に虚偽の記載をして提出した者
 - (i) a person who has made a false statement in a written application under the provisions of Article 4(1) or any of the documents to be attached thereto pursuant to the provisions of paragraph (2) of that Article, and submitted it;
 - 二 第八条第一項(第五十二条第二項において準用する場合を含む。)若しくは第五 十条の二第三項の規定による申請書又は第八条第二項(第五十二条第二項において 準用する場合を含む。)若しくは第五十条の二第四項の規定によりこれに添付すべ き書類に虚偽の記載をして提出した者
 - (ii) a person who has made a false statement in a written application under the provisions of Article 8(1) (including the cases where it is applied mutatis mutandis pursuant to Article 52(2)) or Article 50-2(3) or any of the documents to be attached thereto pursuant to the provisions of Article 8(2) (including the cases where it is applied mutatis mutandis pursuant to Article 52(2)) or Article 50-2(4), and submitted it;

- 三 第二十一条第二項(第六十三条第二項において準用する場合を含む。)の規定に 違反して、承認を受けないで信託業、信託契約代理業、信託受益権売買等業務及び 財産の管理業務以外の業務を営んだ者
- (iii) a person who, in violation of the provisions of Article 21(2) (including the cases where it is applied mutatis mutandis pursuant to Article 63(2)), has carried out business other than Trust Business, Agency for Trust Agreements, Business for the Sale and Purchase, etc. of Beneficial Interest in Trust and property management business without obtaining approval;
- 四 第二十四条第一項第一号、第三号又は第四号(これらの規定を第七十六条において準用する場合を含む。)の規定に違反して、これらの規定に掲げる行為をした者
- (iv) a person who, in violation of the provisions of Article 24(1)(i), (iii), or (iv) (including the cases where these provisions are applied mutatis mutandis pursuant to Article 76), has committed any of the acts listed in these provisions;
- 五 第二十九条第二項の規定に違反した者
- (v) a person who has violated the provisions of Article 29(2);
- 六 第三十三条の規定による報告書を提出せず、又は虚偽の報告書を提出した者
- (vi) a person who has failed to submit a report under the provisions of Article 33, or has submitted a false report;
- 七 第三十四条第一項の規定による説明書類を公衆の縦覧に供せず、若しくは同条第 三項の規定による電磁的記録に記録された情報を電磁的方法により不特定多数の者 が提供を受けることができる状態に置く措置として内閣府令で定めるものをとらず、 又は虚偽の記載をした説明書類を公衆の縦覧に供し、若しくは虚偽の記録をした電 磁的記録に記録された情報を電磁的方法により不特定多数の者が提供を受けること ができる状態に置く措置をとった者
- (vii) a person who has failed to make an explanatory document under the provisions of Article 34(1) available for public inspection or who has failed to take any measures specified by a Cabinet Office Ordinance as those for making information recorded in an Electromagnetic Record under the provisions of paragraph (3) of that Article available to unspecified many persons by Electromagnetic Means, or a person who has made an explanatory document including a false statement available for public inspection or who has taken measures for making information recorded in an Electromagnetic Record including a false record available to unspecified many persons by Electromagnetic Means;
- 八 第三十六条第二項の規定による申請書又は同条第三項の規定によりこれに添付すべき書類に虚偽の記載をして提出した者
- (viii) a person who has made a false statement in a written application under the provisions of Article 36(2) or in any of the documents to be attached thereto pursuant to the provisions of paragraph (3) of that Article, and submitted it;

- 九 第三十七条第二項の規定による申請書又は同条第三項の規定によりこれに添付すべき書類に虚偽の記載をして提出した者
- (ix) a person who has made a false statement in a written application under the provisions of Article 37(2) or in any of the documents to be attached thereto pursuant to the provisions of paragraph (3) of that Article, and submitted it;
- 十 第三十八条第二項の規定による申請書又は同条第三項の規定によりこれに添付すべき書類に虚偽の記載をして提出した者
- (x) a person who has made a false statement in a written application under the provisions of Article 38(2) or in any of the documents to be attached thereto pursuant to the provisions of paragraph (3) of that Article, and submitted it;
- 十一 第三十九条第二項(同条第五項(第六十三条第二項において準用する場合を含む。)及び第六十三条第二項において準用する場合を含む。)の規定による申請書 又は第三十九条第三項(同条第五項(第六十三条第二項において準用する場合を含む。)及び第六十三条第二項において準用する場合を含む。)の規定によりこれに添付すべき書類に虚偽の記載をして提出した者
- (xi) a person who has made a false statement in a written application under the provisions of Article 39(2) (including the cases where it is applied mutatis mutandis pursuant to paragraph (5) of that Article (including the cases where it is applied mutatis mutandis pursuant to Article 63(2)) and Article 63(2)) or in any of the documents to be attached thereto pursuant to the provisions of Article 39(3) (including the cases where it is applied mutatis mutandis pursuant to paragraph (5) of that Article (including the cases where it is applied mutatis mutandis pursuant to Article 63(2)) and Article 63(2)), and submitted it;
- 十二 第四十一条第三項又は第五項の規定による公告をせず、又は虚偽の公告をした 者
- (xii) a person who has failed to give a public notice under the provisions of Article 41(3) or (5), or who has given a false public notice;
- 十三 第四十二条第一項(第五十条第三項(第六十二条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。)若しくは第四十二条第二項若しくは第 三項の規定による報告若しくは資料の提出をせず、又は虚偽の報告若しくは資料の 提出をした者
- (xiii) a person who has failed to submit a report or material under the provisions of Article 42(1) (including the cases where it is applied mutatis mutandis pursuant to Article 50(3) (including the cases where it is applied mutatis mutandis pursuant to Article 62(2))) or Article 42(2) or (3), or who has submitted a false report or material;
- 十四 第四十二条第一項(第五十条第三項(第六十二条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。)若しくは第四十二条第二項若しくは第三項の規定による当該職員の質問に対して答弁をせず、若しくは虚偽の答弁をし、

又はこれらの規定による検査を拒み、妨げ、若しくは忌避した者

- (xiv) a person who has failed to respond to questioning by officials under the provisions of Article 42(1) (including the cases where it is applied mutatis mutandis pursuant to Article 50(3) (including the cases where it is applied mutatis mutandis pursuant to Article 62(2))) or Article 42(2) or (3), who has given a false answer thereto, or who has refused, obstructed, or avoided an inspection under these provisions;
- 十五 第五十一条第二項の規定による届出をせず、又は同項の届出書若しくは同条第 三項の規定によりこれに添付すべき書類に虚偽の記載をして提出した者
- (xv) a person who has failed to make a notification under the provisions of Article 51(2) or who has made a false statement in a written notice set forth in that paragraph or in any of the documents to be attached thereto pursuant to the provisions of paragraph (3) of that Article and submitted it;
- 十六 第五十一条第四項の規定による命令に違反した者
- (xvi) a person who has violated an order under the provisions of Article 51(4);
- 十七 第五十一条第五項の規定による届出をせず、又は虚偽の届出をした者
- (xvii) a person who has failed to make a notification under the provisions of Article 51(5) or has made a false notification;
- 十八 第五十一条第六項の規定による報告若しくは資料の提出をせず、又は虚偽の報告若しくは資料の提出をした者
- (xviii) a person who has failed to submit a report or material under the provisions of Article 51(6), or has submitted a false report or material;
- 十九 第五十一条第六項の規定による当該職員の質問に対して答弁をせず、若しくは 虚偽の答弁をし、又はこの規定による検査を拒み、妨げ、若しくは忌避した者
- (xix) a person who has failed to respond to questioning by the officials under the provisions of Article 51(6), who has given a false answer thereto, or who has refused, obstructed, or avoided an inspection under these provisions;
- 二十 第五十一条第八項又は第九項の規定に違反した者
- (xx) a person who has violated the provisions of Article 51(8) or (9);
- 二十一 第五十三条第二項の規定による申請書又は同条第三項の規定によりこれに添付すべき書類に虚偽の記載をして提出した者
- (xxi) a person who has made a false statement in a written application under the provisions of Article 53(2) or in any of the documents to be attached thereto pursuant to the provisions of paragraph (3) of that Article, and submitted it;
- 二十二 第五十四条第三項の規定による申請書又は同条第四項の規定によりこれに添付すべき書類に虚偽の記載をして提出した者
- (xxii) a person who has made a false statement in a written application under the provisions of Article 54(3) or in any of the documents to be attached thereto pursuant to the provisions of paragraph (4) of that Article, and submitted it;

- 二十三 第五十七条第三項又は第五項の規定による公告をせず、又は虚偽の公告をし た者
- (xxiii) a person who has failed to give public notice under the provisions of Article 57(3) or (5) or has given a false public notice;
- 二十四 第五十八条第一項若しくは第二項の規定による報告若しくは資料の提出をせず、又は虚偽の報告若しくは資料の提出をした者
- (xxiv) a person who has failed to submit a report or material under the provisions of Article 58(1) or (2), or has submitted a false report or material;
- 二十五 第五十八条第一項若しくは第二項の規定による当該職員の質問に対して答弁をせず、若しくは虚偽の答弁をし、又はこの規定による検査を拒み、妨げ、若しくは忌避した者
- (xxv) a person who has failed to respond to questioning by officials under the provisions of Article 58(1) or (2), who has given a false answer thereto, or who has refused, obstructed, or avoided an inspection under these provisions;
- 二十六 第六十八条第一項の規定による申請書又は同条第二項の規定によりこれに添付すべき書類に虚偽の記載をして提出した者
- (xxvi) a person who has made a false statement in a written application under the provisions of Article 68(1) or in any of the documents to be attached thereto pursuant to the provisions of paragraph (2) of that Article, and submitted it;
- 二十七 第七十七条第一項の規定による報告書を提出せず、又は虚偽の報告書を提出 した者
- (xxvii) a person who has failed to submit a report under the provisions of Article 77(1), or who has submitted a false report;
- 二十八 第七十八条第一項の規定による説明書類を公衆の縦覧に供せず、若しくは同条第二項の規定による電磁的記録に記録された情報を電磁的方法により不特定多数の者が提供を受けることができる状態に置く措置として内閣府令で定めるものをとらず、又は虚偽の記載をした説明書類を公衆の縦覧に供し、若しくは虚偽の記録をした電磁的記録に記録された情報を電磁的方法により不特定多数の者が提供を受けることができる状態に置く措置をとった者
- (xxviii) a person who has failed to make an explanatory document under the provisions of Article 78(1) available for public inspection, who has failed to take any measures specified by a Cabinet Office Ordinance as those for making information recorded in an Electromagnetic Record under the provisions of paragraph (2) of that Article available to unspecified many persons by Electromagnetic Means, who has made an explanatory document including a false statement available for public inspection, or who has taken measures for making information recorded in an Electromagnetic Record including a false record available to unspecified many persons by Electromagnetic Means;
- 二十九 第八十条第一項の規定による報告若しくは資料の提出をせず、又は虚偽の報

- 告若しくは資料の提出をした者
- (xxix) a person who has failed to submit a report or material under the provisions of Article 80(1), or who has submitted a false report or material; or
- 三十 第八十条第一項の規定による当該職員の質問に対して答弁をせず、若しくは虚 偽の答弁をし、又はこの規定による検査を拒み、妨げ、若しくは忌避した者
- (xxx) a person who has failed to respond to questioning by officials under the provisions of Article 80(1), who has given a false answer, or who has refused, obstructed, or avoided an inspection under these provisions;
- 第九十四条 次の各号のいずれかに該当する者は、一年以下の懲役若しくは百万円以下 の罰金に処し、又はこれを併科する。
- Article 94 A person who falls under any of the following items shall be punished by imprisonment with work for not more than one year, a fine of not more than one million yen, or both:
 - 一 第六条の規定に違反して、認可を受けないで資本金の額を減少した者
 - (i) a person who, in violation of the provisions of Article 6, has reduced the amount of stated capital without obtaining authorization;
 - 二 第十一条第五項の規定に違反して、信託業務を開始した者
 - (ii) a person who, in violation of the provisions of Article 11(5), has begun trust business;
 - 三 第十三条第一項の規定に違反して、認可を受けないで業務方法書を変更した者
 - (iii) a person who, in violation of the provisions of Article 13(1), has changed the statement of operational procedures without obtaining authorization;
 - 四 第十六条第一項の規定に違反して、承認を受けないで他の会社の常務に従事し、 又は事業を営んだ者
 - (iv) a person who, in violation of the provisions of Article 16(1), has been engaged in routine business at another company or who has carried out business without obtaining approval;
 - 五 第十八条 (第二十条において準用する場合を含む。) の規定による命令に違反し た者
 - (v) a person who has violated an order under the provisions of Article 18 (including the cases where it is applied mutatis mutandis pursuant to Article 20);
 - 六 第二十一条第四項(第六十三条第二項において準用する場合を含む。)の規定に 違反して、承認を受けないで業務の内容又は方法を変更した者
 - (vi) a person who, in violation of the provisions of Article 21(4) (including the cases where it is applied mutatis mutandis pursuant to Article 63(2)), has changed the content or method of business without obtaining approval; or
 - 七 第二十四条の二において準用する金融商品取引法(以下「準用金融商品取引法」 という。)第三十九条第二項(第二号を除く。)の規定に違反した者

- (vii) a person who has violated the provisions of Article 39(2) (excluding item (ii)) of the Financial Instruments and Exchange Act, as applied mutatis mutandis pursuant to Article 24-2 (hereinafter referred to as the "Financial Instruments and Exchange Act as Applied Mutatis Mutandis").
- 第九十五条 前条第七号の場合において、犯人又は情を知った第三者が受けた財産上の 利益は、没収する。その全部又は一部を没収することができないときは、その価額を 追徴する。
- Article 95 In the case of item (vii) of the preceding Article, property benefits obtained by an offender or a knowing third party shall be confiscated. When such property benefits cannot be confiscated in whole or in part, a value equivalent thereto shall be collected.
- 第九十六条 次の各号のいずれかに該当する者は、六月以下の懲役若しくは五十万円以下の罰金に処し、又はこれを併科する。
- Article 96 A person who falls under any of the following items shall be punished by imprisonment with work for not more than six months, a fine of not more than five hundred thousand yen, or both:
 - 一 第十一条第八項の規定に違反して、供託を行わなかった者
 - (i) a person who, in violation of the provisions of Article 11(8), has failed to make a deposit;
 - 二 第十七条第一項(第二十条において準用する場合を含む。)の規定による届出書若しくは第十七条第二項(第二十条において準用する場合を含む。)の規定によりこれに添付すべき書類を提出せず、又は虚偽の届出書若しくはこれに添付すべき書類を提出した者
 - (ii) a person who has failed to submit a written notice under the provisions of Article 17(1) (including the cases where it is applied mutatis mutandis pursuant to Article 20) or any of the documents to be attached thereto pursuant to the provisions of Article 17(2) (including the cases where it is applied mutatis mutandis pursuant to Article 20), or who has submitted a written notice or a document to be attached thereto which is false;
 - 三 第二十一条第三項(第六十三条第二項において準用する場合を含む。)の規定による申請書又はこれに添付すべき書類に虚偽の記載をして提出した者
 - (iii) a person who has made a false statement in a written application under the provisions of Article 21(3) (including the cases where it is applied mutatis mutandis pursuant to Article 63(2)) or in any of the documents to be attached thereto and submitted it;
 - 四 準用金融商品取引法第三十七条第一項(第二号を除く。)に規定する事項を表示 せず、又は虚偽の表示をした者
 - (iv) a person who has failed to indicate any of the matters prescribed in Article 37(1) (excluding item (ii)) of the Financial Instruments and Exchange Act as

Applied Mutatis Mutandis, or has made a false indication thereof;

- 五 準用金融商品取引法第三十七条第二項の規定に違反した者
- (v) a person who has violated the provisions of Article 37(2) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis;
- 六 準用金融商品取引法第三十七条の三第一項(第二号から第四号まで及び第六号を除く。)の規定に違反して、書面を交付せず、若しくは同項に規定する事項を記載しない書面若しくは虚偽の記載をした書面を交付した者又は同条第二項において準用する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り当該事項を欠いた提供若しくは虚偽の事項の提供をした者
- (vi) a person who, in violation of the provisions of Article 37-3(1) (excluding items (ii) to (iv) inclusive and item (vi)) of the Financial Instruments and Exchange Act as Applied Mutatis Mutandis, has failed to deliver a document, who has delivered a document that lacks a statement on any of the matters prescribed in that paragraph or a document that includes a false statement, who has provided information that is lacking in any of the matters prescribed in that paragraph, or who has provided false information by the method prescribed in Article 34-2(4) of the Financial Instruments and Exchange Act as applied mutatis mutandis pursuant to Article 37-3(2);
- 七 第二十六条第一項の書面若しくは同条第二項の電磁的方法が行われる場合に当該 方法により作られる電磁的記録を交付せず、若しくは提供せず、又は虚偽の書面若 しくは電磁的記録を交付し、若しくは提供した者
- (vii) in the case where a document set forth in Article 26(1) is delivered or where an Electromagnetic Means set forth in paragraph (2) of that Article is adopted, a person who has failed to deliver or provide the Electromagnetic Record made by said means or who has delivered or provided a false document or Electromagnetic Record;
- 八 第二十七条第一項の規定による報告書を交付せず、又は虚偽の記載をした報告書 を交付した者
- (viii) a person who has failed to deliver a report under the provisions of Article 27(1) or who has delivered a report that includes a false statement; or
- 九 第二十九条第三項の規定による書面を交付せず、又は虚偽の書面を交付した者
- (ix) a person who has failed to deliver a document under the provisions of Article 29(3) or who has delivered a false document.

第九十七条 次の各号のいずれかに該当する者は、三十万円以下の罰金に処する。 Article 97 A person who falls under any of the following items shall be punished

by a fine of not more than three hundred thousand yen:

- 一 第十二条第一項又は第二項の規定による届出をせず、又は虚偽の届出をした者
- (i) a person who has failed to make a notification under the provisions of Article 12(1) or (2) or who has made a false notification;
- 二 第十三条第二項の規定による届出をせず、又は虚偽の届出をした者

- (ii) a person who has failed to make a notification under the provisions of Article 13(2) or who has made a false notification;
- 三 第十四条第二項の規定に違反した者
- (iii) a person who has violated the provisions of Article 14(2);
- 四 第十九条(第二十条において準用する場合を含む。)の規定による届出をせず、 又は虚偽の届出をした者
- (iv) a person who has failed to make a notification under the provisions of Article 19 (including the cases where it is applied mutatis mutandis pursuant to Article 20) or who has made a false notification;
- 五 第四十一条第一項、第二項又は第四項の規定による届出をせず、又は虚偽の届出 をした者
- (v) a person who has failed to make a notification under the provisions of Article 41(1), (2) or (4) or who has made a false notification;
- 六 第五十六条第一項又は第二項の規定による届出をせず、又は虚偽の届出をした者
- (vi) a person who has failed to make a notification under the provisions of Article 56(1) or (2) or who has made a false notification;
- 七 第五十七条第一項、第二項又は第四項の規定による届出をせず、又は虚偽の届出 をした者
- (vii) a person who has failed to make a notification under the provisions of Article 57(1), (2) or (4) or who has made a false notification;
- 八 第五十七条第六項において準用する会社法第九百五十五条第一項(調査記録簿等の記載等)の規定に違反して、調査記録簿等(同項に規定する調査記録簿等をいう。以下この号において同じ。)に同項に規定する電子公告調査に関し法務省令で定めるものを記載せず、若しくは記録せず、若しくは虚偽の記載若しくは記録をし、又は同項の規定に違反して調査記録簿等を保存しなかった者
- (viii) a person who, in violation of the provisions of Article 955(1) (Statement, etc. in Investigation Record Registry, etc.) of the Companies Act, as applied mutatis mutandis pursuant to Article 57(6), has failed to state or record the matters specified by an Ordinance of the Ministry of Justice concerning an investigation of the electronic public notice prescribed in Article 955(1) of that Act in an Investigation Record Registry, etc. (meaning an investigation record registry, etc. as prescribed in that paragraph; hereinafter the same shall apply in this item) or who has made a false statement or record, or a person who, in violation of the provisions of that paragraph, has failed to preserve an Investigation Record Registry, etc.;
- 九 第七十一条第一項又は第三項の規定による届出をせず、又は虚偽の届出をした者
- (ix) a person who has failed to make a notification under the provisions of Article 71(1) or (3) or who has made a false notification;
- 十 第七十二条第一項の規定に違反した者
- (x) a person who has violated the provisions of Article 72(1);
- 十一 第七十二条第二項の規定に違反して、同条第一項の標識又はこれに類似する標

識を掲示した者

- (xi) a person who, in violation of the provisions of Article 72(2), has posted a sign set forth in paragraph (1) of that Article or a sign similar thereto; or 十二 第七十九条の規定による届出をせず、又は虚偽の届出をした者
- (xii) a person who has failed to make a notification under the provisions of Article 79 or who has made a false notification.
- 第九十八条 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。以下 この項において同じ。)の代表者又は法人若しくは人の代理人、使用人その他の従業 者が、その法人又は人の業務又は財産に関し、次の各号に掲げる規定の違反行為をし たときは、行為者を罰するほか、その法人に対して当該各号に定める罰金刑を、その 人に対して各本条の罰金刑を科する。
- Article 98 (1) When a representative of a juridical person (including an entity that is not a juridical person for which a representative or an administrator has been designated; hereinafter the same shall apply in this paragraph), an agent, employee, or other worker of a juridical person, or an individual has committed an act in violation of any of the provisions listed in the following items with regard to the business or property of said juridical person or individual, not only shall the offender be punished, but said juridical person shall be punished as well by the fine prescribed in those items, and said individual shall be punished by the fine prescribed in the Articles referred to in the respective items:
 - 一 第九十二条 三億円以下の罰金刑
 - (i) Article 92: a fine of not more than three hundred million yen;
 - 二 第九十三条(第三号、第十二号及び第二十三号を除く。) 二億円以下の罰金刑
 - (ii) Article 93 (excluding items (iii), (xii), and (xxiii)): a fine of not more than two hundred million yen;
 - 三 第九十四条第五号又は第七号 一億円以下の罰金刑
 - (iii) Article 94(v) or (vii): a fine of not more than one hundred million yen; and 四 第九十一条、第九十三条第三号、第十二号若しくは第二十三号、第九十四条(第 五号及び第七号を除く。)又は前二条 各本条の罰金刑
 - (iv) Article 91, Article 93(iii), (xii), or (xxiii), Article 94 (excluding items (v) and (vii)), or the preceding two Articles: the fine prescribed in the respective Articles.
- 2 前項の規定により法人でない団体を処罰する場合には、その代表者又は管理人がその訴訟行為につきその団体を代表するほか、法人を被告人又は被疑者とする場合の刑事訴訟に関する法律の規定を準用する。
- (2) Where an entity that is not a juridical person is punished pursuant to the provisions of the preceding paragraph, its representative or administrator shall represent the entity in its procedural acts, and the provisions of the Acts concerning criminal actions in which a juridical person is the accused or the

suspect shall apply mutatis mutandis.

- 第九十九条 次の各号のいずれかに該当する場合には、信託会社の役員若しくは清算人、 外国信託会社の国内における代表者若しくは清算人又は信託契約代理店(当該信託契 約代理店が法人であるときは、その役員又は清算人)は、百万円以下の過料に処する。
- Article 99 In the cases that fall under any of the following items, the officer or liquidator of a Trust Company, the Representative in Japan or liquidator of a Foreign Trust Company, or the Agent for Trust Agreement (when said Agent for Trust Agreement Agent is a juridical person, the officer or liquidator thereof) shall be punished by a non-criminal fine of not more than one million yen:
 - 一 第四十三条の規定による命令に違反したとき。
 - (i) when having violated an order under the provisions of Article 43;
 - 二 第五十五条第一項(第二項において準用する場合を含む。)又は第三項の規定に 違反して、準備金を計上せず、又はこれを使用したとき。
 - (ii) when having failed to appropriate reserves or having used them in violation of the provisions of Article 55(1) (including the cases where it is applied mutatis mutandis pursuant to paragraph (2)) or Article 55(3);
 - 三 第五十五条第四項の規定に違反して、資産を国内において保有しないとき。
 - (iii) when not retaining any assets in Japan, in violation of the provisions of Article 55(4);
 - 四 第五十七条第六項において準用する会社法第九百四十一条(電子公告調査)の規 定に違反して、同条の調査を求めなかったとき。
 - (iv) when having failed to request an investigation under Article 941 (Investigation of the Electronic Public Notice) of the Companies Act, in violation of the provisions of that Article, as applied mutatis mutandis pursuant to Article 57(6);
 - 五 第七十五条の規定により行うべき財産の管理を行わないとき。
 - (v) when not carrying out the management of property that should be carried out pursuant to the provisions of Article 75;
 - 六 第八十一条の規定による命令に違反したとき。
 - (vi) when having violated an order under the provisions of Article 81; or
 - 七 信託法第三十四条の規定により行うべき信託財産の管理を行わないとき。
 - (vii) when not carrying out the management of trust property that should be carried out pursuant to the provisions of Article 34 of the Trust Act.
- 第百条 次の各号のいずれかに該当する者は、百万円以下の過料に処する。
- Article 100 A person who falls under any of the following items shall be punished by a non-criminal fine of not more than one million yen:
 - 一 第十一条第四項の規定による命令に違反して、供託を行わなかった者
 - (i) a person who, in violation of an order under the provisions of Article 11(4),

has failed to make a deposit;

- 二 第二十九条の二の規定に違反して、重要な信託の変更又は信託の併合若しくは信 託の分割を行った者
- (ii) a person who, in violation of the provisions of Article 29-2, has effected Major Changes, etc. to a Trust, who has consolidated trusts, or who has split a trust;
- 三 第五十条の二第十項の規定に違反して、調査をさせなかった者
- (iii) a person who, in violation of the provisions of Article 50-2(10), has refused an inspection;
- 四 第五十七条第六項において準用する会社法第九百四十六条第三項(調査の義務等)の規定に違反して、報告をせず、又は虚偽の報告をした者
- (iv) a person who, in violation of the provisions of Article 946(3) (Obligation of Inspection, etc.) of the Companies Act as applied mutatis mutandis pursuant to Article 57(6), has failed to make a report or has made a false report;
- 五 正当な理由がないのに、第五十七条第六項において準用する会社法第九百五十一 条第二項各号(財務諸表等の備置き及び閲覧等)又は第九百五十五条第二項各号 (調査記録簿等の記載等)に掲げる請求を拒んだ者
- (v) a person who has refused any of the requests listed in the items of Article 951(2) (Keeping and Inspection, etc. of Financial Statements, etc.) or the items of Article 955(2) (Statement, etc. in Investigation Record Registry, etc.) of the Companies Act, as applied mutatis mutandis pursuant to Article 57(6), without justifiable grounds;
- 六 第六十四条第一項又は第三項の規定による届出をせず、又は虚偽の届出をした者
- (vi) a person who has failed to make a notification under the provisions of Article 64(1) or (3), or who has made a false notification;
- 七 第六十四条第二項の規定による報告若しくは資料の提出をせず、又は虚偽の報告 若しくは資料の提出をした者
- (vii) a person who has failed to submit a report or material under the provisions of Article 64(2), or who has submitted a false report or material; or
- 八 第六十六条の規定に違反した者
- (viii) a person who has violated the provisions of Article 66.