

Articles of Incorporation of the Organization of Industrial Technology for Antimicrobial Articles (General Incorporated Associations)

Chapter 1: General Provisions

(Designation)

Article 1: This organization is officially referred to as the Organization of Industrial Technology for Antimicrobial Articles (General Incorporated Associations).

(Objective)

Article 2: The objective of this organization is to help to improve the profitability of the business activities of its members, to promote the sound evolution and advance of relevant industries, and to raise the standard of living for consumers, by providing guidelines for voluntary management etc. that allow members to consistently supply biocide products such as antibacterial products, antifungal products and antiviral products of higher quality and safety to consumers.

(Description of Operations)

Article 3: This organization shall perform the following operations to accomplish the objective described in the previous article.

- (1) Operations concerning specifications/standards and labeling methods for biocides agents such as antibacterial agents, antifungal agents, antiviral agents and biocides products such as antibacterial products, antifungal products, antiviral products.
- (2) Operations concerning quality control for biocides agents such as antibacterial agents, antifungal agents, antiviral agents and biocides products such as antibacterial products, antifungal products, antiviral products.
- (3) Operations concerning utilization technology for biocides agents such as antibacterial agents, antifungal agents, antiviral agents and biocides products such as antibacterial products, antifungal products, antiviral products.
- (4) Operations concerning information exchange with administrative agencies and related institutions
- (5) Surveillances, research, public relations, information disclosure, and sponsoring study meetings, lectures, training sessions and dialog meeting in regard to Items 1 to 4 above
- (6) Other operations necessary to accomplish the objective of this organization

(Accountability)

Article 4: This organization shall be responsible for the contents of the quality and safety guidelines prescribed in Article 3. However, full responsibility for biocides agents such as antibacterial agents, antifungal agents, antiviral agents and biocides products such as antibacterial products, antifungal products, antiviral products supplied to consumers on the basis of voluntary management by a member of the organization shall be borne by the member supplier.

(Location of Principal Place of Business)

Article 5: The principal place of business of this organization shall be located at Shinjuku-ku, Tokyo, Japan.

(Total Amount of Funds)

Article 6: The total amount of funds of this organization (including substitute funds) shall be 10,000,000 yen.

(Methods of Public Notice)

Article 7 : Public notice of this organization shall be conducted by being posted on the website and the bulletin board of this organization.

(Provisions relating to contributors of the rights of the fund)

Article 8 : Contribution has been fund, until the time of dissolution, not be refunded if there is no resolution of the general meeting of members.

(Procedures for the return of the fund)

Article 9 : The total amount of funds to be returned to the contributors of the Fund, after a resolution of the general meeting of members, to return in accordance with the amount of money that the Board has decided.

Chapter 2: Membership

(Classes of Members)

Article 11: The members of this organization shall be divided into four member types. However, three kinds of members of regular members and supporting members and special members (hereinafter referred to as "Regular Members etc." or "Members") shall be the legal members of General Incorporated Associations and General Incorporated Foundations.

- (1) Regular members
 - (2) Supporting members
 - (3) Special members
 - (4) Associate members
2. A regular member shall be a corporation that endorses the objective of this organization, manufactures or markets a biocides agents such as antibacterial agents, antifungal agents, antiviral agents and biocides products such as antibacterial products, antifungal products, antivirus products is qualified as being eligible for admission to this organization by fulfilling the criteria separately formulated by the Board of Directors.
 3. A supporting member shall be an institution that endorses the objective of this organization, is interested in the manufacture, utilization technology and evaluation technology of biocides agents such as antibacterial agents, antifungal agents, antiviral agents and biocides products such as antibacterial products, antifungal products, antivirus products is approved of by the Board of Directors.
 4. A special member shall be a learned person belonging to an educational organization such as a university or public organization or institution, or a person much experienced in business, and who is able to provide advice on the operation of this organization, and is recommended by the Board of Directors.
 5. An associate member shall be a corporation that endorses the objective of this organization and manufactures or markets an antibacterial product or antibacterial agent, or seeks findings concerning the manufacture or marketing of biocides agents such as antibacterial agents, antifungal agents, antiviral agents and biocides products such as antibacterial products, antifungal products, antivirus products meets one of the separately formulated membership provisions, and is qualified as being eligible for admission to this organization by fulfilling the criteria separately formulated by the Board of Directors.

(Acquisition of Membership)

Article 12: Anyone seeking admission to this organization shall submit an application form and obtain the approval of the Board of Directors.

(Admission Fees and Membership Fees)

Article 13: Regular members, supporting members and associate members shall pay admission fees and membership fees determined separately at a meeting of the General Assembly, to accomplish the objective of this organization and sponsor and support the operations of this organization.

2. Members of this organization may withdraw their membership from the organization at any time. However, the written notice of withdrawal must be submitted.

(Withdrawal)

Article 14: Members of this organization may withdraw their membership from the organization at any time. However, the written notice of withdrawal must be submitted.

2. In addition to what is provided in the preceding paragraph, members shall withdraw their membership from the organization on the grounds listed below.
 - (1) The agreement of all members
 - (2) Death or liquidation
 - (3) Cancellation of membership
 - (4) Filing a petition for the commencement of bankruptcy proceedings, civil rehabilitation proceedings or any other legal insolvency proceedings

(Cancellation of membership)

Article 15: In the following cases, membership of this society may be cancelled following a decision taken at a meeting of the General Assembly.

- (1) If a regular member, supporting member or associate member fails to pay membership fees and continues not to pay the membership fees for one year or more after being reminded to pay the membership fees.
- (2) When a member has violated the obligations of his/her membership
- (3) If a member commits an action that is deemed defamatory by this organization or is in violation of the objective of this organization.

(Members list)

Article 16: This organization shall generate its member listing showing the name and address of the members.

(Name and Address of Members at Incorporation)

Article 17: Notwithstanding the provisions of this chapter, the name and address of the members at incorporation shall be as follows.

Chita-gun, Aichi
Tadashi Arishiro

Setagaya-ku, Tokyo
Susumu Hiranuma

Nara-shi, Nara
Yoshifumi Moriya

Osaka-shi
Toshiharu Yatsushiro

Toshima-ku, Tokyo
Yoshiaki Fujimoto

Chiba-shi, Chiba
Yoshiaki Kamiya

Musashino-shi, Tokyo
Tomotsugu Miyoashi

Chapter 3: Organization

(Quorum of Executives)

Article 18: This organization shall be assigned the following executives:

- Representative director (officially referred to as a representative director) : 1
- Vice-representative director (officially referred to as a vice-chairperson) : up to 4
- Managing director : 1
- Standing directors : up to 10
- Directors : up to 30 (Including the number of the representative director, vice-representative director, managing director and standing director)
- Supervisors : 2

(Qualifications)

Article 19: Directors and supervisors of this organization shall be elected from the regular members etc. of this organization. However, directors and supervisors are not precluded from being elected from persons other than the regular members etc. when deemed necessary.

(Election of Officers)

Article 20: Directors and supervisors shall be elected at a meeting of the General Assembly.

2. The representative director, vice-representative director and managing director shall be elected by votes given by the directors.
3. Standing directors shall be appointed by the representative director from among the directors.

(Duties of Executives)

Article 21: The representative director shall represent this society and supervise the institutional operations of the society.

2. The vice-representative directors shall be ministrant to the representative director and, in the event of an accident/incident involving the representative director, shall stand in for the representative director.
3. The managing director shall take part in the execution of the institutional operations of the organization through the Board of Standing Directors, and perform duties as prescribed by the organization's Rules and the Board of Directors.
4. The standing directors shall take partial charge of the operations of the organization.
5. The directors shall take part in the execution of the institutional operations through the Board of Directors, and perform duties as prescribed by the organization's Rules and the Board of Directors.
6. The supervisors shall undertake their duties in accordance with the provisions of the Act on General Incorporated Associations and General Incorporated Foundations.

(Tenure of Office of Executives)

Article 22: The tenure of a director shall be until the end of the annual meeting of the General Assembly concerning the final operating year that ends within two years after his/her appointment, and the tenure of a supervisor shall be until the end of the annual meeting of the General Assembly concerning the final operating year that ends within four years after his/her appointment. However, the executives are not precluded from being re-appointed.

2. The tenure of a director who is appointed as a substitute for an director who was terminated before the expiration of his/her tenure or as an additional executive shall be the remaining tenure of office for the predecessor or present director.

3. The tenure of a supervisor who is appointed as a substitute for a supervisor who was terminated before the expiration of his/her tenure shall be the remaining tenure of office for the predecessor.

(Advisors)

Article 23: This organization may have a certain number of advisors. The advisors shall be nominated by the Board of Directors and appointed by the representative director.

2. The advisors may respond to the representative director's inquiries concerning the operations of this organization, or express their opinions on the operations of this organization to the representative director.
3. The tenure of office of the advisors shall be two years.

Chapter 4: Meetings

Section 1: General Assemblies

(Types and Lineups)

Article 24: Meetings of the General Assembly of this corporation shall be the annual meeting and the extraordinary meeting.

2. Meetings of the General Assembly shall include the regular members etc.
3. Associate members may attend general assemblies as observers only.

(Meetings)

Article 25: The annual meeting of the General Assembly shall be held within three months after the end of each operating year.

2. An extraordinary meeting of the General Assembly shall be held in the following cases:
 - (1) Requested at a meeting of the Board of Directors.
 - (2) Requested by not less than one third of the regular members etc. with a document submitted to the directors showing
 - (3) Requested by a supervisor on the basis of Article 21-6.

(Venue)

Article 26: Meetings of the General Assembly shall be held at the location of principal place of business or near the same.

(Summons)

Article 27: Meetings of the General Assembly can be summoned by the representative director and, in the event that the representative director is not able to perform his/her duties, any other directors can summon such meetings according to the order previously stipulated by the Board of Directors.

(Notification)

Article 28: When meetings of the General Assembly are summoned, the notice shall be issued to each regular members etc. at least five days prior to the date of the meeting of the General Assembly.

(Presiding Officer)

Article 29: Each meeting of the General Assembly shall be presided over by the representative director. In the event that the representative director is not able to perform his/her duties. Any other directors can replace according to the order previously stipulated by the Board of Directors.

2. Notwithstanding the provision set forth in the preceding paragraph, the presiding officer for an extraordinary meeting of the General Assembly summoned according to Article 25-2-1 and Article 25-2-2 may be elected at the same meeting.

Confidentiality Level D

(Quorum)

Article 30: To be carried, each meeting of the General Assembly shall be attended by not less than half of the regular members etc. (including procurations).

(Voting rights)

Article 31: Each regular member etc. shall have hold one each voting right.

(Decision-making Votes etc.)

Article 32: Matters discussed at a meeting of the General Assembly shall be decided by not less than half of the attending regular members etc.; in case of a tie, the presiding officer shall make the final decision.

(Matters for Decision-making)

Article 33: At a meeting of the General Assembly, the following matters shall be discussed and decided upon.

- (1) Operations plan and cash forecast
- (2) Operations report and settlement of accounts
- (3) Admission fees and membership fees
- (4) Amending the Articles of Incorporation
- (5) Liquidation and disposition of residual properties
- (6) Other matters stipulated in the Rules of the organization
- (7) Other matters judged to be necessary at a meeting of the Board of Directors, in addition to the previous Items

(Proceedings)

Article 34: For matters discussed at a meeting of the General Assembly, proceedings must be generated.

2. The proceedings shall bear the date and time, place, a summary of the discussion and its results, and any other matters prescribed by the applicable Ordinance of the Ministry of Justice. As such, the proceedings shall be signed and sealed by the presiding officer and two or more persons elected to sign the proceedings from among the attending regular members etc. at the meeting of the General Assembly, and kept at this organization.

Section 2: The Board of Directors

(Lineup)

Article 35: This organization shall be assigned the Board of Directors. The Board of Directors shall include the directors. However, supervisors may attend meetings of the Board of Directors and express their opinions.

(Presiding Officer)

Article 36: Each meeting of the Board of Directors shall be presided over by the representative director.

(Quorum and Decision-making Votes)

Article 37: To be carried, each meeting of the Board of Directors shall be attended by not less than half of the members thereof. However, members unable to attend the meeting may exercise their votes by expressing their opinions concerning ayes and nose in writing, or by proxy votes by other members or proxies.

2. Matters discussed at a meeting of the Board of Directors shall be decided by not less than half of the attending members; in case of a tie, the presiding officer shall make the final decision.
3. A member who exercises a vote in writing or by proxy shall be deemed as attending the meeting of the Board of Directors.

(Matters for Decision-making)

Article 38: At a meeting of the Board of Directors, the following matters shall be discussed and decided upon.

- (1) Matters concerning the implementation of matters decided at a meeting of the General Assembly
- (2) Matters to be discussed at a meeting of the General Assembly
- (3) Other matters concerning the implementation of institutional operations that do not require a decision made at a meeting of the General Assembly

(Proceedings)

Article 39: The proceedings shall bear the discussion and its summary. As such, the proceedings shall be affixed signatures or names and seals by the presiding officer and two or more persons elected to sign the proceedings from among the attending directors.

Section 3: The Board of Standing Directors

(Lineup)

Article 40: The Board of Standing Directors shall include the representative director, vice-representative directors, managing director and standing directors.

(Summons)

Article 41: A meeting of the Board of Standing Directors can be summoned by the representative director at any appropriate time.

(Matters for Discussion and Decision-making)

Article 42: A meeting of the Board of Standing Directors shall discuss and decide upon practical matters concerning the implementation of institutional operations entrusted by the Board of Directors and matters that require urgent attention.

(Presiding Officer, Quorum, Decision-making Votes, and Proceedings)

Article 43: Regarding the presiding officer, quorum, decision-making votes, and proceedings, the provisions of Articles 36, 37 and 39 shall apply.

Chapter 5: Committees and Information Exchange Group

(Committees and Information Exchange Group)

Article 44: This organization may be assigned committees to facilitate the smooth execution of its operations following a decision taken at a meeting of the Board of Directors.

(Organizations, Lineups and Administration of Committees)

Article 45: Essential matters concerning the organization, lineup and administration of the individual committees shall be decided upon by the representative director following a decision made at a meeting of the Board of Directors.

2. Each committee may have workshops.

Chapter 6: Commendations

(Commendations)

Article 46: This organization may commend corporations, groups and persons that have exhibited a remarkable contribution to the enhancement of this organization's social status through the organization's activities in the current operating year, or are recognized as conducting activities in the organization that set an example to other members of the organization.

Chapter 7: Properties and Accounting

(Breakdown of Assets)

Article 47: This organization's assets shall consist of the following:

- (1) Properties listed in the inventory of properties
- (2) Admission fees and membership fees
- (3) Donated money and articles
- (4) Interest from the assets
- (5) Other income

(Operating Year)

Article 48: Each operating year for this organization shall begin on April 1 of the current year and end on March 31 of the following year.

(Operation Plan and Balance Estimation)

Article 49: This organization's operation plan and balance estimation for the next operating year shall be generated by the representative director with the agreement of the Board of Directors, and approved of at a meeting of the General Assembly, before the start of each operating year.

2. Provided that the meeting of the General Assembly mentioned in the previous Term is the one taking place after the start of the operating year, the representative director shall execute the balance after the example of the previous operating year, as stipulated by the Board of Directors until the meeting of the General Assembly.

(Operations Report and Settlement of Accounts)

Article 50: The balance sheet, profit and loss statements, operations report, proposals related to the appropriation of surplus or disposal of losses shall be generated by the representative director promptly after the end of each operating year, obtain approval of the Board of Directors, and audited by the supervisors, and then approved by the annual meeting of the General Assembly.

Chapter 8: Secretariat

(Secretariat)

- Article 51: The Secretariat shall be established within this organization to undertake clerical work.
2. The Secretariat shall be supervised by the representative director.

Chapter 9: Liquidation

- Article 52: The method of the disposition of the property of this organization shall be decided upon following a decision taken at a meeting of the General Assembly. However, such property is not precluded from being liquidated by the directors or the persons appointed by the directors in accordance with the provisions of the Act on General Incorporated Associations and General Incorporated Foundations.
2. Appointment and dismissal of liquidators shall be decided upon following a decision taken at a meeting of the General Assembly.

Chapter 10: Other

(Miscellaneous)

- Article 53: In addition to the matters stipulated in these Articles of Incorporation, essential matters concerning the implementation of these Articles of Incorporation shall follow the provisions of the Act on General Incorporated Associations and General Incorporated Foundation and any other regulations unless being separately determined by the representative director after a decision is made at a meeting of the Board of Directors.

(First Operating Year)

- Article 54: The first operating year of this organization shall be from the day of formation of this organization to March 31, 2009.

(The Tenure of the First Directors and Supervisors)

- Article 55: The tenure of the first directors and supervisors of this organization shall be until the end of the annual meeting of the General Assembly concerning the first operating year that ends after his/her appointment.

(The First Directors and Supervisors)

- Article 56: The name of the first directors, representative director, vice-representative directors and managing director and supervisors shall be as follows:

Representative director: Tadashi Arishiro
Vice-representative director: Susumu Hiranuma
Vice-representative director: Yoshifumi Moriya
Vice-representative director: Toshiharu Yatsushiro
Managing Director: Yoshiaki Fujimoto
Supervisor: Yoshiaki Kamiya
Supervisor: Tomotsugu Miyoshi

In witness where of, these Articles of Incorporation have been generated to incorporate the Society of Industrial Technology for Antimicrobial Articles (General Incorporated Associations) and the following each employee shall sign and seal below.

March 10, 2009

Member: Tadashi Arishiro
Member: Susumu Hiranuma
Member: Yoshifumi Moriya
Member: Toshiharu Yatsushiro
Member: Yoshiaki Fujimoto
Member: Yoshiaki Kamiya
Member: Tomotsugu Miyoshi

Amended: June 15, 2015