

Articles of Incorporation

MUTOH HOLDINGS CO., LTD.

Chapter 1: General provisions

(Business name)

Article 1

The company name is Mutoh Holdings Kabushiki Kaisha, and in English, it is indicated as Mutoh Holdings Co., Ltd.

(Business purpose)

Article 2

The purpose of the Company is to conduct the business stated below.

1. Control and management of the business activities of companies that have the business below as their purpose, and of foreign companies that have the equivalent business as their purpose, by possessing the shares of such companies
 - (1) Planning, designing, developing, manufacturing, selling, maintaining, supervising, importing, and exporting designing and drafting equipment, image processing equipment, information processing equipment, measurement equipment, weighing equipment under the Measurement Act, equipment for clerical work, and related fixtures and fittings
 - (2) Planning, designing, developing, manufacturing, selling, maintaining, supervising, importing, and exporting computer hardware and computer software
 - (3) Planning, developing, manufacturing, selling, maintaining, leasing, renting, importing, and exporting material processing machines for construction, machine tools, communication equipment, computer equipment, writing materials, equipment for clerical work, electronic devices, design and drafting implements, and parts
 - (4) Work related to information processing and information provision services
 - (5) Planning, designing, developing, operating, maintaining, and supervising in relation to information systems
 - (6) Planning, developing, manufacturing, selling, importing, and exporting software and hardware related to information systems
 - (7) Consultation, guidance, and education in relation to information systems
 - (8) Planning, developing, designing, manufacturing, selling, importing, and exporting hardware and software related to mechatronics
 - (9) Manufacturing, selling, importing, and exporting LEDs and related products
 - (10) Selling, importing, and exporting ozone-related products
 - (11) Importing, exporting, manufacturing, and selling healthcare equipment
 - (12) Manufacturing and selling distilled water and distilled water manufacturing equipment

- (13) Planning, developing, manufacturing, selling, importing, and exporting medical equipment, medical instruments, and medical implements
- (14) Planning, producing, manufacturing, selling, leasing, renting, importing, and exporting various types of publications, such as books, photographs, images, videos, footage, software related to voices and music, records, music tapes, and related software
- (15) Planning, developing, producing, selling, leasing, renting, importing, and exporting new media products such as DVDs, CD-ROMs, compact discs, and videotapes
- (16) Filming, developing, making glossy prints, enlarging, printing, and duplicating various types of photographs and images, and selling, importing, and exporting things such as film, photographic paper, and photographic materials
- (17) Planning, researching, designing, developing, manufacturing, selling, importing, and exporting processing technologies for photographs and images and processing equipment for photographs and images
- (18) Planning, developing, manufacturing, selling, importing, and exporting sporting goods and supplementary items for exercise (tape for taping, supporters, etc.)
- (19) Planning, designing, developing, producing, manufacturing, selling, importing, and exporting 3-D print seal machines and 3-D image machines
- (20) Planning, designing, developing, producing, manufacturing, selling, importing, and exporting hardware, software, and systems related to 3-D print seals, 3-D images, and 3-D information
- (21) Planning, producing, creating, processing, forming, printing, selling, importing, and exporting 3-D print seals, 3-D images, and 3-D information, and importing and exporting technologies related to things such as maintaining, sending, and receiving such information
- (22) Installation in 3-D print seal machines, 3-D image machine amenity facilities, amusement facilities, and other necessary facilities, planning, designing, implementing, and operating those facilities, and producing, creating, processing, forming, printing, and selling 3-D print seals and images using the equipment installed in those facilities
- (23) Direct operation of business related to 3-D print seals, operation of business related to 3-D seals through franchises, and planning, recruiting, organizing, guiding, educating, managing, and consulting member stores
- (24) Planning, designing, developing, manufacturing, selling, importing, and exporting 3-D printers
- (25) Planning, implementing, managing, and operating various types of business that use 3-D printers, and producing, creating, processing, forming, printing, importing, and exporting products and commodities made by 3-D printers

- (26) Manufacturing, selling, importing, and exporting organic and inorganic compounds and other petroleum-based and oil-based compounds
- (27) Manufacturing, selling, importing, and exporting synthetic resin-based products and other polymer compounds
- (28) Agency business for insurance based on the Non-Life Insurance and Automobile Liability Security Act, and work related to soliciting life insurance
- (29) Selling and loaning welfare equipment and specific welfare equipment based on the Long-Term Care Insurance Act
- (30) Work related to filming, developing, making glossy prints, enlarging, and duplicating various types of photographs and images, and selling photographic materials such as film and photographic paper
- (31) Planning, manufacturing, selling, importing, and exporting everyday household goods, interior items, and various types of apparel products
- (32) Selling, importing, and exporting medicines and quasi-medicines
- (33) Work dispatching specific workers, work dispatching ordinary workers, and work dispatching temporary workers who are expected to become permanent employees
- (34) Planning, designing, producing, and selling information media related to publicity and advertisement, and advertisement agency
- (35) Travel agency business based on the Travel Agency Act and travel business based on the Travel Agency Act
- (36) Operating, managing, and running restaurants, convenience stores, and other various types of commercial facilities
- (37) Intermediating for cleaning, cleaning buildings, and conducting maintenance and security for various types of facilities
- (38) Selling, exchanging, leasing, and mediating for real estate, and possessing, managing, and operating
- (39) Installing and leasing the products and commodities stated in each of the items above, and selling, maintaining, managing, conducting related services for, wholesaling, importing, and exporting related parts and consumables
- (40) Operating and managing mail-order sales and mail-order business for various types of products and commodities through the Internet
- (41) Investigating, gathering, analyzing, managing, processing, and providing various types of information
- (42) Obtaining, possessing, maintaining, implementing, using, and licensing intellectual property rights such as copyrights, patent rights, utility model rights, and merchandising rights

2. Consulting related to market research, research and development, and management in relation to each of the items of item 1 above, and obtaining, implementing, using, licensing, maintaining, and managing intellectual property rights (copyrights, patent rights, and utility model rights, etc.)
3. Sales, exchanges, and leasing of real estate, mediation for such sales, exchanges, and leasing, and possession, management, and use
4. Financial business
5. Planning, operation, control, and consulting that is necessary for accomplishing the work of each of the items above, and all other work that is incidental to or related to each of the items above

(Location of headquarters)

Article 3

The Company will have its headquarters in Setagaya-ku, Tokyo.

(Organization)

Article 4

The Company will have the organizations below in addition to general shareholders' meetings and directors.

- (1) A board of directors
- (2) An auditing and supervisory committee
- (3) An accounting auditor

(Method of announcements)

Article 5

The Company's method of announcements will be electronic announcements. Provided, however, that in the event that it is not possible to make an announcement through an electronic announcement because of an accident or other unavoidable reason, it will be made by a posting in the *Nihon Keizai Shimbun*.

Chapter 2: Shares

(Total number of issuable shares)

Article 6

The total number of the Company's issuable shares will be 17,000,000.

(Acquisition of own shares)

Article 7

The Company can acquire its own shares by resolution of a board of directors' meeting, according to the provisions of Article 165 (2) of the Companies Act.

(Number of unit shares)

Article 8

The number of the Company's unit shares will be 100 shares.

(Rights for shares that are less than one unit)

Article 9

For the Company's shares, rights other than the rights listed below cannot be exercised for possessed shares that are less than one unit.

- (1) The rights listed in each item of Article 189 (2)
- (2) The right to make claims under the provisions of Article 166 (1)
- (3) The right to receive allocation of shares for subscription and share acquisition rights in accordance with the number of shares possessed
- (4) The right to make the stipulated claims

(Additional purchase of shares that are less than one unit)

Article 10

The Company's shareholders can request selling of shares in the number that results from combining the number of shares that are less than one unit and the number of unit shares that they possess, according to the stipulations of the Share Handling Regulations.

(Provisions for handling shares)

Article 11

Handling and service charges related to the Company's shares will be according to laws and ordinances or these Articles of Incorporation, as well as the Share Handling Regulations stipulated by the board of directors.

(Manager of the list of shareholders)

Article 12

1. The Company will have a manager of the list of shareholders.

2. The manager of the list of shareholders and its place of handling clerical work will be stipulated by a resolution of a board of directors' meeting.
3. Creation of the Company's list of shareholders and share option registry, the keeping of those documents, and other clerical matters related to the list of shareholders and the share option registry will be consigned to the manager of the list of shareholders, and the Company will not handle such matters.

(Reference date)

Article 13

1. The reference date for voting rights at the Company's regular general shareholders' meetings will be March 31 of each year.
2. In addition to Article 13.1, when it is necessary a reference date will be publicly announced in advance and stipulated by a resolution of a board of directors' meeting.

Chapter 3: General shareholders' meetings

(Convocation)

Article 14

1. The Company's regular general shareholders' meeting will be convened within the three-month period beginning on April 1 of each year, and extraordinary general shareholders' meetings will be convened as necessary.
2. Except in cases in which there are other stipulations in a law or ordinance, the Company's general shareholders' meetings will be convened by the company president based on a resolution by a board of directors' meeting. When the company president has had an accident, another director will convene the meeting, in the order stipulated in advance by the board of directors.

(Chairperson)

Article 15

The company president will be the chairperson of general shareholders' meetings. When the company president has had an accident, another director will serve as chairperson, in the order stipulated in advance by the board of directors.

(Internet disclosure of general shareholders' meeting reference documents, and deemed provision)

Article 16

When the Company convenes a general shareholders' meeting, by disclosing information related to matters that should be stated or indicated in general shareholders' meeting reference documents, business reports, financial documents, and consolidated financial statements by a method of using the Internet according to the stipulations of an ordinance of the Ministry of Justice, it will be possible to deem that provision was made to shareholders.

(Method of resolution)

Article 17

Except in cases in which there are other stipulations in a law, ordinance, or these Articles of Incorporation, resolution by a shareholders' meeting will be made by a majority of the voting rights of shareholders in attendance who can exercise voting rights.

(Proxy execution of voting rights)

Article 18

1. A shareholder can exercise voting rights as a representative of one other shareholder who has voting rights for the Company.
2. A representative will be required to submit to the Company a document that proves proxy authority.

(Minutes)

Article 19

Minutes will be prepared for the proceedings of a shareholders' meeting, according to the stipulations of laws and ordinances.

Chapter 4: Directors and board of directors' meetings

(Number of directors)

Article 20

1. The Company's directors (excluding people who are auditing and supervisory committee members) will be ten people or less.
2. The Company's directors who are auditing and supervisory committee members will be four people or less.

(Election of directors)

Article 21

1. The Company's directors will be classified as directors who are auditing and supervisory committee members and other directors, and elected by a shareholders' meeting.
2. An election resolution for a director will be made by attendance by the shareholders who have at least one-third of the shares for which it is possible to exercise voting rights, and by a majority of those voting rights.
3. An election resolution for a director will not be made by collective voting.

(Director's term)

Article 22

1. The term of a director (excluding people who are auditing and supervisory committee members) will be until the time of the conclusion of the regular general shareholders' meeting related to the final things for the business year that will end within one year after his or her election.
2. The term of a director who is an auditing and supervisory committee member will be until the time of conclusion of the regular general shareholders' meeting related to the final things for the business year that will end within two years after his or her election.
3. The term of a director who is an auditing supervisory committee member and who was elected as a substitute for a director who was an auditing and supervisory committee member and who resigned before expiration of his or her term will be until the time of expiration of the term of the director who was an auditing and supervisory committee member and who resigned.

(Representative director and directors with specific titles)

Article 23

1. The board of directors will make a resolution to elect a representative director from among the directors (excluding directors who are auditing and supervisory committee members).
2. The board of directors will make a resolution to elect one company president from among the directors (excluding directors who are auditing and supervisory committee members), and can elect several chairpersons of the board of directors, vice presidents of the board of directors, executive directors, and managing directors, as necessary.

(Directors' remuneration, etc.)

Article 24

Directors' remuneration, bonuses, and other economic profits that are received from the Company as consideration for execution of duties will be stipulated by resolution of a shareholders' meeting, with classification made as directors who are auditing and supervisory committee members and other directors.

(Convocation of board of directors' meetings)

Article 25

1. For convocation of a board of directors' meeting, notification will be issued to each director by three days before the date of the meeting. Provided, however, that this can be shortened in the event of an emergency.
2. When all of the directors have agreed, a board of directors' meeting can be held without conducting convocation procedures.

(Person with the right to convene board of directors' meetings, and the chairperson)

Article 26

1. Except in cases in which there are other stipulations in a law or ordinance, the director who was stipulated in advance by the board of directors will convene board of directors' meetings and serve as the chairperson.
2. When the director of the previous clause has had an accident or trouble, another director will serve in his or her place in the order stipulated in advance by the board of directors.

(Resolution by a board of directors' meeting)

Article 27

1. Resolution by a board of directors' meeting will be made by attendance by a majority of the directors who can be involved in resolution, and by a majority of the directors who attended.
2. When the requirements of Article 370 of the Companies Act have been fulfilled, the Company will deem that a resolution by a board of directors' meeting was made.

(Delegation of determination of execution of important work)

Article 28

The board of directors can make a resolution to delegate all or a portion of determination of execution of important work (excluding the matters listed in each of the items of Article 399.5 of the Companies Act) to directors, according to the provisions of Article 399-13 (6) of the Companies Act.

(Minutes of a board of directors' meeting)

Article 29

1. The points and results of the procedures of proceedings of a board of directors' meeting, and other matters stipulated in laws and ordinances, will be stated or recorded in minutes, and the directors who attended will write their names on and affix their seals to the minutes.
2. The minutes of a board of directors' meeting will be kept at headquarters for a ten-year period beginning on the date of resolution.

(Board of directors regulations)

Article 30

Matters related to operation of the board of directors will be according to board of directors regulations stipulated by the board of directors.

(Directors' exemption from liability)

Article 31

1. Under the provisions of Article 426 (1) of the Companies Act the Company can, by a resolution of a board of directors' meeting and within the limits of laws and ordinances, exempt the liability for damages of directors (including people who were auditing directors) caused by neglect of duties.

2. Under the provisions of Article 427 (1) of the Companies Act the Company can conclude with a director (excluding people who are managing or executive directors) an agreement that limits liability for compensation for damages due to neglect of duties. Provided, however, that the limit on liability based on the relevant agreement will be the minimum amount stipulated by laws and ordinances.

Chapter 5: Executive officers

(Executive officers)

Article 32

1. The Company can establish executive officers by resolution of a board of directors' meeting.
2. Matters related to executive officers will be stipulated in executive officer regulations stipulated by the board of directors.

Chapter 6: Auditing and supervisory committee

(Authority of the auditing and supervisory committee)

Article 33

1. The auditing and supervisory committee will be composed of auditing and supervisory committee members.
2. In addition to the matters stipulated by laws, ordinances, or the Articles of Incorporation, the auditing and supervisory committee will exercise the necessary authority for performing its duties.

(Convocation of auditing and supervisory committee meetings)

Article 34

1. For convocation of an auditing and supervisory committee meeting, notification will be issued to each auditing and supervisory committee member by three days before the date of the meeting. Provided, however, that this can be shortened in the event of an emergency.
2. When all of the auditing and supervisory committee members have agreed, an auditing and supervisory committee meeting can be held without conducting convocation procedures.

(Method of resolution by an auditing and supervisory committee meeting)

Article 35

Resolutions by an auditing and supervisory committee meeting will be made by attendance of a majority of the auditing and supervisory committee members who can be involved in

resolutions and by a majority of the auditing and supervisory committee members who attended.

(Minutes of an auditing and supervisory committee meeting)

Article 36

1. The points and results of the procedures of proceedings of an auditing and supervisory committee meeting, and other matters stipulated in laws and ordinances, will be stated or recorded in the minutes, and the auditing and supervisory committee members who attended will write their names on and affix their seals to the minutes.
2. The minutes of an auditing and supervisory committee meeting will be kept at headquarters for a ten-year period beginning on the date of resolution.

(Auditing and supervisory committee regulations)

Article 37

Matters related to the auditing and supervisory committee will be according to the stipulations of laws, ordinances, and the Articles of Incorporation, as well as auditing and supervisory committee regulations stipulated by the auditing and supervisory committee.

Chapter 7: Accounting auditor

(Election of the accounting auditor)

Article 38

1. The accounting auditor will be elected at a general shareholders' meeting.
2. The term of the accounting auditor will be until the time of the conclusion of the regular general shareholders' meeting related to the final things for the business year that will end within one year after his or her election.
3. When another resolution will not be made at the regular general shareholders' meeting of Article 38.2, it will be deemed that the person was reappointed at that regular general shareholders' meeting.

Chapter 8: Calculation

(Business year)

Article 39

The Company's business year will be the one year from April 1 of each year until March 31 of the following year.

(Reference date for dividends of surplus funds)

Article 40

1. The reference date for the Company's year-end dividends will be March 31 of each year.
2. In addition to Article 40.1, it will be possible to stipulate a reference date and pay dividends of surplus funds.

(Interim dividends)

Article 41

The Company can, by resolution of a board of directors' meeting, pay interim dividends, with September 30 of each year as the reference date.

(Statute of limitations for dividends)

Article 42

1. In the event that dividend assets are money, when they have not been received even though three years have passed since the date payment of those dividends began, the Company will be exempt from the obligation to pay them.
2. There will be no interest for the money of Article 42.1.

Surplus provisions

Article 6 and Article 8 will go into effect on October 1, 2017. This surplus provision will be deleted when the effective date has passed.