# Information needed to register a Japanese company (kabushiki kaisha K.K.)

In all questions below “Company” means the new company to be incorporated.

# Name

The Company’s full name shall be      株式会社 in Japanese (      K.K. in English).

# Head-Office Address

The full postal address of the Company’s head-office shall be       in Japanese (      in English).

# Paid-In Capital

The Company’s paid-in capital shall be Japanese Yen      . The paid-in capital must equal the number of shares issued at the time of incorporation multiplied by the price of each share, both are described in -5- below.

# Authorized Shares

At the time of incorporation, the Company shall authorize       shares of Common Stock.

# Issued Shares and Shareholders

At the time of incorporation, the Company shall issue       shares of Common Stock at Japanese Yen       for each share. At the first meeting of the Company’s Board of Directors, or by consent of the directors if not managed by a Board, the shares shall be transferred from the incorporator to the beneficial shareholders as follows:

###       shares to       (name) residing at       (address) in consideration of Japanese Yen       (received before incorporation).

###       shares to       (name) residing at       (address) in consideration of Japanese Yen       (received before incorporation).

###       shares to       (name) residing at       (address) in consideration of Japanese Yen       (received before incorporation).

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Each individual shareholder must provide a copy of his or her current passport. Each corporate shareholder must provide a notarized copy of its current certificate of incorporation, Articles of Incorporation, and By-Laws.

# Directors

The Company shall be managed by: (1) a Board of Directors with three or more directors (at least one must be a representative director, none need be resident in Japan) and an auditor [ ] , or, (2) one or more directors (at least one must be a representative director, none need be resident in Japan) without a Board and without an auditor [ ] .

The name, nationality, birthdate, and address of each of the Company’s Directors shall be:

###       (name), a       national born on       and residing at       (address) who will be: (i) a representative director\* [ ] , or, (ii) an ordinary director [ ] .

###       (name), a       national born on       and residing at       (address) who will be: (i) a representative director\* [ ] , or, (ii) an ordinary director [ ] .

###       (name), a       national born on       and residing at       (address) who will be: (i) a representative director\* [ ] , or, (ii) an ordinary director [ ] .

\*A representative director has unlimited authority to irrevocably bind the Company to contractual obligations including loans and other debts. All directors, whether representative or ordinary, share joint and several liability for the other directors’ actions; meaning that if one director is negligent all directors share responsibility.

Please also note that if the company does not have a resident representative director, domestic banks are likely to refuse to open a bank-account for it and it will not be able to receive business licenses in certain regulated industries.

# Auditor

The Company’s auditor (only needed if the Company will have a Board of Directors) shall be       (name), a       national born on       and residing at       (address).

# Business Purpose

The Company’s business purposes shall be:

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Business purposes must be specific, for example, “The sale of software products”, “The import and sale of cosmetics”, “Provision of consulting services”, “Sale of investment products”.

Special licenses and permits are required before a company can import or sell certain products (for example cosmetics, hair-care, skincare, or other products for application to the skin, pharmaceutical products, medical devices, and investment products).

# Financial Year

Each year the Company’s financial year shall start on January 1 (can be any day of the year) and end on December 31 (must be no later than twelve months after the start date).

The company can change its financial yearend at any time by filing amended Articles of Incorporation with the Bureau of Legal Affairs (part of the Ministry of Justice), but such amended yearend must be no later than twelve months after the start date of its then current financial year.