

# **Participating Members' Rules and Agreement**

## **Article 1 (Purpose)**

This Agreement (hereinafter, the "Agreement") sets forth the rules for participating members of The Board Director Training Institute of Japan (hereinafter, "BDTI") with respect to admission, payment of dues, and other matters.

## **Article 2 (Participating Member)**

A "participating member" shall refer to only those individuals, juridical persons, or other organizations which have applied to be such in compliance with all provisions of this Agreement, and which BDTI has accepted as such.

## **Article 3 (Admission)**

1. A person or organization desiring to become a participating member must submit the participating member application form in the format determined by BDTI. The applicant must set forth in the form the number of membership units it wishes to obtain.
2. After the aforementioned application form has been submitted, BDTI will promptly determine whether the applicant is qualified to become a participating member, and if so, will notify the applicant.
3. The procedures referred to in the two preceding clauses shall be carried out online, using an online application form separately designed and created by BDTI.

## **Article 4 (Annual Dues)**

1. Each year, participating members will pay to BDTI annual dues in the amount set forth on a chart that has been approved by the board of directors of BDTI.
2. Payment of the aforementioned dues shall be made by the method and at the timing determined by BDTI separately from this Agreement.
3. The dues referred to in this Article shall in no case be refundable, irrespective of the expulsion of (or withdrawal by) a particular participating member, or for any other reason.

## **Article 5 (Benefits)**

Participating members may receive benefits as decided by BDTI separately from this Agreement, depending on the number of "units" held by each participating member. However, the benefits shall only be available until May 31, 2025.

## **Article 6 (Withdrawal or Expulsion)**

1. At any time, a participating member may withdraw its membership, by submitting the withdrawal application in the format as separately determined by BDTI.

2. In any case where it has been revealed that a participating member has misrepresented any of the facts in the participating member application form, or a participating member has violated a provision of this Agreement, or a where a User's registration has been revoked pursuant to Article 1.8 of the Terms of Use for Online Account Holders because it has been revealed that such User does not satisfy the qualification conditions set forth in Article 1.3 of the Terms of Use for Online Account Holders, or where a participating member has damaged the reputation of BDTI in some way, or where there is any other just cause such as affiliation with organized crime or other just cause, BDTI may expel that person or organization as a participating member following a decision to do so by BDTI's board of directors.

**Article 7 (Loss of Qualification as a Participating Member)**

In addition to the provisions of the preceding Article, a participating member will lose its qualification to remain as such if any of the following conditions exist:

- (1) The participating member has died, or (if an organization) has been liquidated or dissolved; or
- (2) The payment described in Article 4 above has been in arrears for one month or more.

**Article 8 (Publication/Disclosure of Participating Members' Industry and Name)**

If given permission by a participating member, BDTI may publish and disclose the name and industry type of that participating member in any materials explaining about BDTI, including BDTI's web site.

**Article 9 (Detailed Matters and Rules)**

The Representative Director of BDTI may determine any other more detailed matters or rules, as required for implementation of this Agreement.

**Article 10 (Changes)**

Any changes to this Agreement can and shall be made based on decisions by BDTI's board of directors.

Note: These Participating Members' Rules and Agreement came into force in their original form on September 28, 2010. This revised version of the Agreement (this version) has been implemented since May 29, 2024. Additional amendments were made on June 8<sup>th</sup>, 2012, March 24<sup>th</sup>, 2016, January 31<sup>st</sup>, 2017, March 19<sup>th</sup>, 2018 and on May 28<sup>th</sup>, 2024.