

**Oenon Holdings, Inc.**  
**Stock Handling Regulations**

**Chapter 1 General Provisions**

**(Purpose)**

**Article 1**

The handling of the Company's shares, related fees, and procedures for the exercise of shareholders' rights shall be governed by the rules prescribed by the Japan Securities Depository Center, Inc. (hereinafter, "JASDEC") and the account management institutions such as securities companies with which shareholders have opened transfer accounts (hereinafter, collectively, "Securities Companies"), in addition to the provisions set forth in these regulations pursuant to the Articles of Incorporation.

**(Stock transfer agent)**

**Article 2**

Stock transfer agent:

Mitsubishi UFJ Trust and Banking Corporation  
4-5, Marunouchi 1-chome, Chiyoda-ku, Tokyo, Japan

Administrative office:

Securities Agency Division  
Mitsubishi UFJ Trust and Banking Corporation  
4-5, Marunouchi 1-chome, Chiyoda-ku, Tokyo, Japan

**Chapter 2 Recordings in the Shareholders' Register, etc.**

**(Recordings in the shareholders' register)**

**Article 3**

Changes to the matters recorded in the shareholders' register shall be made based on notifications from JASDEC, such as general shareholder notifications, excluding notifications prescribed in Article 154, Paragraph 3 of the Act on Book-Entry Transfer of Corporate Bonds and Shares, etc. (hereinafter, the "Book-Entry Transfer Act") (such notifications hereinafter referred to as "Individual Shareholder Notifications").

2. Notwithstanding the preceding paragraph, in cases such as the issuance of new shares or other cases prescribed by laws and regulations, changes to the matters recorded in the shareholders' register shall be made without notification from JASDEC.
3. Recording in the shareholders' register shall use the characters and symbols designated by JASDEC.

**(Notification regarding matters recorded in the shareholders' register)**

**Article 4**

Any person recorded in the shareholders' register (hereinafter, "Shareholder(s), etc.") shall provide notice of his or her name or, in the case of a legal entity, its name and address through Securities

Companies and JASDEC, in accordance with the rules prescribed by JASDEC. The same shall apply in the event of any change thereto.

**(Representative of corporate shareholders, etc.)**

**Article 5**

Where a Shareholder, etc. is a legal entity, one (1) representative thereof shall be notified through Securities Companies and JASDEC in accordance with the rules prescribed by JASDEC. The same shall apply in the event of any change thereto.

**(Representative of joint shareholders)**

**Article 6**

Where shares are jointly held, the joint shareholders shall designate one (1) representative, and shall provide notice of the name or, in the case of a legal entity, the name and address of such representative through Securities Companies and JASDEC in accordance with the rules prescribed by JASDEC. The same shall apply in the event of any change thereto.

**(Statutory agents)**

**Article 7**

A statutory agent of a shareholder, such as a person with parental authority or a guardian, shall provide notice of his or her name or, in the case of a legal entity, its name and address through Securities Companies and JASDEC in accordance with the rules prescribed by JASDEC. The same shall apply in the event of any change or termination thereof.

**(Notification of place to receive notices for shareholders, etc. residing outside Japan)**

**Article 8**

Shareholders, etc. residing outside Japan, registered pledgees of shares, or their statutory agents shall appoint a permanent agent in Japan or designate a place in Japan to receive notices, and shall notify the name or, in the case of a legal entity, the name and address of such permanent agent, or the designated place to receive notices, through Securities Companies and JASDEC in accordance with the rules prescribed by JASDEC. The same shall apply in the event of any change or termination thereof.

**(Other notifications)**

**Article 9**

In addition to the notifications prescribed in Article 3 through the preceding article, where notifications are to be made to the Company, unless the Company specifies a particular method, such notifications shall be made through Securities Companies and JASDEC, or through Securities Companies.

2. Any notifications that cannot be accepted or processed by Securities Companies shall be submitted to the stock transfer agent.

**(Method of confirmation via JASDEC)**

**Article 10**

Where notifications from Shareholders, etc. to the Company are submitted through Securities Companies and JASDEC, or through Securities Companies, such notifications shall be deemed to have been made by the relevant Shareholders, etc. themselves.

## **Chapter 3 Shareholder Verification**

### **(Shareholder verification)**

#### **Article 11**

Where a shareholder (including a shareholder who has made an Individual Shareholder Notification) makes a request or otherwise exercises shareholder rights (hereinafter, "Requests, etc."), the shareholder shall attach or provide materials evidencing that such Requests, etc. have been made by the shareholder themselves (hereinafter, "Verification Materials, etc."); provided, however, that this shall not apply where the Company is able to confirm that such Requests, etc. have been made by the shareholder themselves.

2. Where Requests, etc. by a shareholder are made to the Company through Securities Companies and JASDEC, such Requests, etc. shall be deemed to have been made by the shareholder themselves, and no Verification Materials, etc. shall be required.
3. Where Requests, etc. are made by an agent, in addition to the procedures set forth in the preceding two paragraphs, a power of attorney signed by the shareholder or affixed with the shareholder's name and seal shall be attached. Such power of attorney shall state the name or, in the case of a legal entity, the name and address of the agent.
4. The provisions of paragraphs (1) and (2) shall apply mutatis mutandis to agents.

## **Chapter 4 Purchase of Shares Constituting Less Than One Trading Unit**

### **(Method of purchase request)**

#### **Article 12**

A request for the purchase of shares constituting less than one trading unit shall be made through Securities Companies and JASDEC in accordance with the rules prescribed by JASDEC.

### **(Determination of purchase price)**

#### **Article 13**

The purchase price per share for a purchase request under the preceding article shall be the closing price on the market operated by the Tokyo Stock Exchange on the day the purchase request arrives at the administrative office of the stock transfer agent; provided, however, that if no trades are executed on that day, or if such day falls on a non-trading day of the Tokyo Stock Exchange, the purchase price per share shall be the price at which the first subsequent trade is executed.

2. The purchase price shall be the amount obtained by multiplying the purchase price per share determined pursuant to the preceding paragraph by the number of shares subject to the purchase request.

### **(Payment of purchase price)**

#### **Article 14**

Unless otherwise determined by the Company, the Company shall pay the purchase price to the person requesting the purchase on the fourth (4th) business day calculated from the day following the date on which the purchase price is determined; provided, however, that where the purchase price is a rights-

attached price relating to a dividend of surplus, stock split, or similar event, the purchase price shall be paid by the record date.

2. The person requesting the purchase may request payment of the purchase price by transfer to a designated bank deposit account or by cash payment through Japan Post Bank.

#### **(Transfer of purchased shares)**

##### **Article 15**

Shares constituting less than one trading unit for which a purchase request has been made shall be transferred to the Company's book-entry account on the date on which payment of the purchase price or the procedures for such payment are completed pursuant to the preceding article.

### **Chapter 5 Purchase of Additional Shares Constituting Less Than One Trading Unit**

#### **(Method of request for purchase of additional shares)**

##### **Article 16**

Where a shareholder holding shares constituting less than one trading unit requests the Company to sell to such shareholder a number of shares which, when combined with the shares constituting less than one trading unit already held by such shareholder, will constitute one trading unit (such request hereinafter referred to as a "Request for Purchase of Additional Shares"), such request shall be made through Securities Companies and JASDEC in accordance with the rules prescribed by JASDEC.

#### **(Request for purchase of additional shares exceeding the balance of treasury shares)**

##### **Article 17**

If the total number of shares subject to Request for Purchase of Additional Shares made on the same day, for which the order of receipt cannot be determined, exceeds the number of treasury shares held by the Company that are available for transfer, all such Requests for Purchase of Additional Shares made on that day shall be null and void.

#### **(Effective date of request for purchase of additional shares)**

##### **Article 18**

A Request for Purchase of Additional Shares shall become effective on the day such request arrives at the administrative office of the stock transfer agent.

#### **(Determination of purchase price for additional shares)**

##### **Article 19**

The purchase price per share for shares constituting less than one trading unit to be purchased pursuant to a Request for Purchase of Additional Shares shall be the closing price on the market operated by the Tokyo Stock Exchange on the effective date of such request; provided, however, that if no trades are executed on that day, or if such day falls on a non-trading day of the Tokyo Stock Exchange, the purchase price per share shall be the price at which the first subsequent trade is executed.

2. The purchase price shall be the amount obtained by multiplying the purchase price per share determined pursuant to the preceding paragraph by the number of shares subject to the Request for Purchase of Additional Shares.

**(Transfer of additional shares)**

**Article 20**

Upon confirmation that the purchase price for additional shares has been remitted to the bank deposit account designated by the Company, the Company shall apply for the transfer of the relevant shares constituting less than one trading unit to the book-entry account of the shareholder who made the Request for Purchase of Additional Shares.

**(Period during which requests for purchase of additional shares are not accepted)**

**Article 21**

The Company shall suspend acceptance of Requests for Purchase of Additional Shares during the period from ten (10) business days prior to each of the following dates until such date:

(1) June 30

(2) December 31

(3) Other record dates for shareholders, etc. as determined by JASDEC

2. Notwithstanding the preceding paragraph, where the Company deems it necessary, it may separately establish additional periods during which acceptance of Requests for Purchase of Additional Shares shall be suspended.

**Chapter 6 Special Provisions Concerning Special Accounts**

**(Special provisions concerning special accounts)**

**Article 22**

The verification of identity of Shareholders, etc. for whom special accounts have been opened, and other matters relating to the handling of special accounts, shall be governed by the rules prescribed by JASDEC, as well as by the rules prescribed by the account management institutions for such special accounts.

**Chapter 7 Procedures for the Exercise of Shareholder Rights**

**(Requests for delivery of documents in writing and objections)**

**Article 23**

Requests for the delivery of documents in writing that set forth matters subject to electronic provision measures relating to reference documents for shareholders' meetings, etc., as prescribed in Article 325, Paragraph 1 of the Companies Act (hereinafter, a "Request for Delivery in Writing"), and objections prescribed in Paragraph 5 of the same article shall be made in writing; provided, however, that where a Request for Delivery in Writing is made through Securities Companies and JASDEC, such request shall be made in accordance with the rules prescribed by Securities Companies and JASDEC.

**(Minority shareholder rights, etc.)**

**Article 24**

Where minority shareholder rights, etc. prescribed in Article 147, Paragraph 4 of the Act on Book-Entry Transfer of Corporate Bonds and Shares, etc. (the "Book-Entry Transfer Act") are exercised directly

against the Company, such rights shall be exercised after submitting an application for an Individual Shareholder Notification, and shall be exercised by a written document bearing the signature of the shareholder or the shareholder's name and seal.

## **Chapter 8 Fees**

### **(Fees)**

#### **Article 25**

No fees shall be charged by the Company in connection with the handling of its shares.

2. Any fees payable by Shareholders, etc. to Securities Companies or JASDEC shall be borne by such Shareholders, etc.

(Revised on September 1, 2022)