

ROPPONGI HILLS CLUB DETAILED RULES

I. MEMBERSHIP PROCEDURES

A. ADMISSION TO MEMBERSHIP

(1) Submission of Application Forms

Each application for membership, completed by the applicant for membership ("Applicant"), together with the following documents, shall be delivered to the Membership Office of the Roppongi Hills Club ("Club") located at Roppongi Hills Mori Tower, 10-1, Roppongi 6-chome, Minato-ku, Tokyo.

- Roppongi Hills Club Application Form
- Identity verification documents of the Applicant (official documents that can identify the name, birth date and current address)
- 1 photograph of the Applicant taken within 6 months (4.5 cm in length X 3.5 cm in width)
- In the case of an application for Spousal Membership, a certified copy of the Applicant's family register proving that the Applicant is the spouse of an Individual Member, a Nominated Member of a Corporate Member or a Life Member
- In the case of an application for Corporate Membership, a certified copy of the commercial registry

(2) Admission

- Membership Screening
All applications will be reviewed by the Club and shall be either approved or disapproved.
- Payment Relating to the Initiation
Upon approval of an application, the Applicant will pay the Initiation Fee, the Initiation Deposit, and the Annual Dues for the first year by automatic account transfer by way of the Roppongi Hills Club-Affiliated Card or by invoice. If any Applicant chooses to make payment by way of an invoice, the Club will send an invoice for the Initiation Fee, the Initiation Deposit, and the Annual Dues for the year. The invoiced amount must be remitted to the bank account specified by the Club within 7 days from the receipt of the invoice.
- Approval of Membership
Following the approval of membership, the Club's confirmation of its receipt of the payment in full of the initiation payments by the Applicant, and the Applicant's receipt of a membership package, the Club will acknowledge that the application procedure for admission is formally completed. Thereafter, the admitted Member shall become eligible for use of the Club and shall receive all benefits and privileges of a Member.

(3) Notice

- If the Applicant has not fulfilled the requirements of the membership screening process or the application has not been approved by the membership screening, or the Applicant has submitted a written notification, prior to his/her formal admission, to the Club Membership Office to withdraw the application, then the application form and attached documents shall be returned to the Applicant without delay along with any deposits returnable to the Applicant less any amounts incurred by the Club's administrative processes.

- The screening method and other processes will not be disclosed.
- Please note that no inquiries in relation to the screening results will be entertained from the Applicant.

B. TRANSFER OF MEMBERSHIP

(1) Application for Transfer of Membership

Application shall be submitted to the Membership Office together with the following documents:

- Application Form for Transfer of Membership (with the affixture of the names and seals of the transferor and the transferee)
- Membership Application Form from the transferee
- Identity verification documents of the transferee (official documents that can identify the name, birth date and current address)
- 1 photograph of the transferee taken within 6 months (4.5 cm in length X 3.5 cm in width)
- Deposit Certificate of the Initiation Deposit of the transferor

(2) Procedures

- Confirmation of a completed application form and mailing of a receipt of the Deposit Certificate of the Initiation Deposit
The Club shall confirm that the application includes all relevant information, and will then mail a receipt of the Deposit Certificate of the Initiation Deposit to the transferor.
- Membership Screening of the transferee candidate
The screening process at the Club of the procedures for new membership application shall apply.
- Return of the Transferor's Membership Card
Following the approval of the transferee's membership, the transferor must return his/her Membership Card to the Club.
- Payment of the Membership Transfer Fee
Following the approval of the transferee's membership, the Club shall forward an invoice for the Membership Transfer Fee to the transferor or to the transferee. The payment must be remitted to the bank account specified by the Club within 7 days from the receipt of the invoice. The bank remittance charges upon the bank remittance shall be borne by the transferor or the transferee.
- Approval and Admission
Upon confirmation of the receipt of the full Membership Transfer Fee amount remitted by the transferor, the Club shall mail to the transferee a membership package. As of such date, the transferee shall receive the rights as a Member.

(3) Notice

- If the transferee is not approved to become a Member, the transferor shall be so notified by the Club. On such occasion, the transferor may submit a new transferee candidate.
- Upon confirmation of the remittance by the transferor of the Membership Transfer Fee to the bank account specified by the Club, the transferor's right as a Member and cash vouchers and other similar vouchers will automatically become void.

C. NOMINATION CHANGE BY CORPORATE MEMBERS

(1) Application for Change of Nomination

In requesting the change of its Nominated Member, a Corporate Member shall submit the following documents to the Membership Office:

- Application for Nomination Change
- Membership Application Form from the Nominated Member candidate
- Identity verification documents of the Nominated Member candidate (official documents that can identify the name, birth date and current address)
- 1 photograph of the Nominated Member candidate taken within 6 months (4.5 cm in length X 3.5 cm in width)
- Membership Card of the current Nominated Member

(2) Screening Process and Procedures

- The new membership admission procedures apply to confirmation of a completed application form and membership screening
- Remittance of Nomination Change Fee
Following the approval of the Nominated Member's membership, the Club shall forward an invoice for the Nomination Change Fee to the Corporate Member. The payment must be remitted to the bank account specified by the Club within 7 days from the receipt of the invoice. The bank remittance charges upon the bank remittance shall be borne by the Corporate Member.
- Approval and Admission
Upon confirmation of the receipt of the full Nomination Change Fee amount remitted by the Corporate Member, the Club shall mail to the Nominated Member a membership package. As of such date, the Nominated Member shall receive the rights as a Member.

(3) Notice

When the Nominated Member is to withdraw from the membership, the Corporate Member shall nominate a Nominated Member candidate and shall be responsible for its obligations as a Corporate Member (including the obligation to pay the Annual Fee) during the period between an application made for a new Nominated Member and the approval by the Club.

D. WITHDRAWAL FROM MEMBERSHIP

(1) Application for Withdrawal

The withdrawing Member must submit the following documents to the Membership Office no later than 30 days in advance of the desired date of withdrawal:

- Application for Withdrawal
- Membership Card
- Deposit Certificate of the Initiation Deposit
- Claim for Refund of the Initiation Deposit

(2) Procedures

- Confirmation of the application documents and mailing of an Approval of Withdrawal

Upon confirmation of the application documents, the Club shall mail the Approval of Withdrawal to the Member. The process for withdrawal is finalized as of the effective date of the Approval of Withdrawal.

• Refund of the Initiation Deposit

The Initiation Deposit shall be refunded, within 30 days after the date of Approval of Withdrawal, to the withdrawn Member by means of a bank remittance to the bank account which the withdrawn Member specified in the Claim for Refund of the Initiation Deposit.

(3) Notice

- No payment obligation owed by a Member to the Club may be set off against the Initiation Deposit. The Club may set off the Initiation Deposit against all or any part of the outstanding payment obligations to the Club.
- When a Member becomes deceased, the Club, upon confirmation of such fact, shall proceed with the withdrawal procedure. In such case, the Initiation Deposit shall be refunded, in accordance with these Detailed Rules, to the legal successor or the legal representative of such deceased Member who fulfills the legal requirements, provided that such person submits the Claim for refund of the Initiation Deposit.

E. LEAVE OF ABSENCE

(1) Reasons for Leave of Absence from Membership

The period for a leave of absence from Membership shall be 1 year, and the absence shall be generally permitted up to 5 years. Furthermore, a leave of absence from Membership is permitted for the following reasons only:

- When the Member is not able to access the membership benefits and privileges for a specific period of time, due to reasons such as overseas residency.
- When the Member is willing to suspend the regular membership activities for a specific period of time, due to changes in financial status.
- When the Member is not able to use or has difficulty using the Club for a specific period of time due to some justifiable reason, including illness.
- Any other reason the Club considers to be justifiable.

(2) Application for Leave of Absence

The Member shall submit the following documents to the Membership Office no later than 30 days prior to the date on which the Member desires to take leave of absence:

- Application for Leave of Absence from Membership
- Membership Card of the Applicant

(3) Procedures

- Confirmation of Documents and the Member's Payment Obligations
Upon confirmation of the application documents, the Club shall also confirm whether the Applicant has fully discharged all payment obligations to the Club.
- Review by the Club
The application for leave of absence shall be reviewed, and may be approved or disapproved by the Club.

- Payment of Fee for Absence

Upon approval of leave of absence, the Member shall be exempted from the Annual Dues or the Monthly Dues; however, the Member shall be required to pay the Leave of Absence Fee. The full amount should be remitted by the Applicant to the bank account specified by the Club within 7 days from the receipt of the invoice. The bank remittance charges upon the bank remittance shall be borne by the Member.

(4) Resumption of Membership

A Member who has taken Leave of Absence may resume its membership by submitting an Application for Resumption of Membership. To resume the membership, the Member shall be required to pay the Annual Dues or the Monthly Dues calculated from the date of the Club's receipt of his/her Application for Resumption of Membership.

(5) Notice

Please note that the Leave of Absence Fee shall not be set off by the Annual Dues or the Monthly Dues already paid.

F. REISSUANCE OF LOST MEMBERSHIP CARD/DEPOSIT CERTIFICATE OF INITIATION DEPOSIT

(1) Application for Reissuance

Members must promptly notify the Membership Office if a Membership Card or a Deposit Certificate of the Initiation Deposit is lost and at the same time, the following document shall be submitted to the Club:

- Request for Reissuance of Membership Card/Deposit Certificate of the Initiation Deposit

(2) Procedures

- Confirmation of the Document
The Club shall confirm that the document is complete.
- Reissuance of Membership Card/Deposit Certificate of the Initiation Deposit
The lost Membership Card or Deposit Certificate shall be made null and void and a new Membership Card or Deposit Certificate of the Initiation Deposit shall be reissued by the Club.
- Payment of Reissuance Fee
The Club shall forward an invoice for reissuing the new Membership Card or Deposit Certificate of the Initiation Deposit. The payment should be remitted to the bank account specified by the Club within 7 days from the receipt of the invoice. The bank remittance charges upon the bank remittance shall be borne by the Members.

(3) Notice

- When aware of the loss of the Membership Card or Deposit Certificate, Members should immediately report to the Club.
- If a lost Membership Card or Deposit Certificate is found after reissuance of the replacement Membership Card or Deposit Certificate, the old Membership Card or Deposit Certificate of the Initiation Deposit shall be returned to the Club.

2. CHANGES IN REGISTERED INFORMATION

A Notification of Change Form shall be completed and submitted to the Club, should any change occur in address, company, position, spouse or any other information registered in the Club.

3. PAYMENT FOR CLUB USAGE

(1) Amount

The amount covers usage of restaurants, bars, private rooms, participation in various events, etc., as well as service charges and any other charges incurred in relation to the Club usage by the Member and his/her guests.

(2) Payment Date

Payment shall be made by cash, automatic account transfer by way of the Roppongi Hills Club-Affiliated Card, or by invoice. If payment is made by automatic account transfer by way of the Roppongi Hills Club-Affiliated Card, a statement shall be calculated as of the 15th day of each month and sent to the Members at the beginning of the following month. Payment shall be made on the 10th day of the following month as the account transfer date. For those who make payment by invoice, an invoice shall be calculated as of the last day of each month and sent to the Members by the 10th day of the following month. Payment shall be made within 15 days from the receipt of the invoice.

(3) Notice

- The monthly statement or invoice shall be mailed to the address specified in the Member's original application for membership. An invoice shall not be issued to a person other than the Member.
- The bank remittance charges shall be paid by the Members.

4. NOTIFICATION OF DELIQUENCY, SUSPENSION OF MEMBERSHIP, AND EXPULSION

(1) Notification of Delinquency

- A Notification of Delinquency shall be sent in writing by the Club to the Member if payment is not duly paid within a payment period in accordance with any invoice or when the Member violates any of the Club Rules and the Club deems necessary to give notice.
- A Notification of Delinquency shall be sent to the address registered at the Club.

(2) Admonition and Suspension of Membership

- If the delinquent payment obligation is not discharged within 10 days after the date of dispatch of the Notification of Delinquency, or if any cause for admonition or suspension of membership as defined in the Club By-laws exists, the Club may admonish or suspend all the qualifications of the relevant Member until full payment of the obligations without setting a deadline.
- If the Club determines to cancel the suspension of membership, a written notification to that effect shall be sent to the Member to the address registered at the Club.

(3) Treatment of Annual Dues and Monthly Dues during Suspension of Membership

- If a Member is suspended from its membership, none of the Annual Dues and the Monthly Dues, which have already been paid by the Member, shall be returned. However, if a new membership year or month starts while the Member is suspended from its membership, the Membership is not obligated to pay the Annual Dues and the Monthly Dues for such year or month.
- If the Club cancels the suspension of membership on a date that the relevant Member's membership year or month ends, the Member shall pay the Annual Dues or the Monthly Dues for the upcoming membership year or month starting from the date of canceling the suspension of its membership.
- If the Club cancels the suspension of membership on a date that falls during the relevant Member's membership year or month, the Member shall be entitled to the rights as a Member for the rest of the membership year or month starting from the date of canceling the suspension of its membership.

(4) Expulsion from Membership

- If the payment obligation is not discharged within 10 days after the date of the Notification of Suspension of Membership, or if any cause for expulsion from membership as defined in the Club By-laws exists, the Club may expel the Member from the Club.
- If the Club determines to expel a Member from membership, a written notification of expulsion from membership shall be sent to the Member by registered mail to the address registered at the Club.

5. MISCELLANEOUS

(1) AMENDMENT OF DETAILED RULES

The Club may amend these Detailed Rules at any time.

Effective date: February 1, 2003
Amendment date: October 1, 2003
Amendment date: November 1, 2006
Amendment date: January 1, 2010