

General Meeting Rules of The Japan Wood Research Society

(Purpose)

Article 1. Pursuant to Article 32 of the Articles of Incorporation of The Japan Wood Research Society (hereinafter referred to as the "Articles of Incorporation"), the matters necessary for the operation of general meetings are set forth in these Rules.

(Written Vote)

Article 2. A person who intends to exercise his/her voting rights in writing or by electromagnetic means with respect to a proposal for a general meeting pursuant to Article 29, Paragraph 1 of the Articles of Incorporation shall submit to the President a written vote stating each of the following matters by the designated deadline:

- (1) Date of the general meeting;
- (2) Date of preparation of the written vote;
- (3) Opinion for or against or withheld for each proposal; and
- (4) Name and affiliation of the delegate exercising voting rights.

2 If there is a proposal for which the intent to vote for or against or withhold a vote is not clearly indicated in the written vote, or if there is a material amendment to a proposal or the submission of an urgent proposal, such proposal shall be deemed to be subject to the intent of the majority of the delegates present.

3 If more than one written vote is submitted by the same delegate, that with the most recent date of preparation (in the case of the same date, the written vote with an earlier submission time) shall be deemed the correct written vote, and the others shall be deemed to have been revoked.

(Proxy Voting)

Article 3. If a vote is delegated to another delegate as a proxy pursuant to Article 29, Paragraph 1 of the Articles of Incorporation, the delegator or proxy shall submit to the President a power of attorney signed by the delegator, or affixed with the delegator's name and seal, prior to the holding of the general meeting, stating the following:

- (1) Date of the general meeting;
- (2) Date of preparation of the power of attorney;
- (3) Name and affiliation of the delegator; and
- (4) Name and affiliation of the proxy.

2 Delegation shall be made for each general meeting for which notice of a meeting is given, and no power of attorney may be submitted in advance to a general meeting for which notice has not been given.

3 If a power of attorney is submitted that does not specify a proxy, the delegator shall be deemed to comply with the intent of a majority of the delegates present.

(Forms of Written Vote and Power of Attorney, etc.)

Article 4. Proposals at a general meeting shall be subject to the exercise of voting rights by means of a written vote; provided, however, that a proposal that the Board of Directors has decided shall not be subject to a written vote shall be excluded.

2 The general meeting convocation notice set forth in Article 25 of the Articles of Incorporation shall be accompanied by the General Meeting Materials or the General Meeting Reference Materials (Form No. 1) stating the matters for reference in exercising voting rights, and the Written Vote (Form No. 2) and the Power of Attorney (Form No. 3); provided, however, that in the absence of a proposal subject to a written vote, only a Power of Attorney may be attached.

3 The deadline for submission of a written vote shall be on or after the day on which two weeks or more have elapsed from the convocation notice until the date the meeting is held.

4 A written vote or power of attorney may be submitted by facsimile or electromagnetic means.

5 If both a written vote and a power of attorney are submitted, the written vote shall be treated as having been submitted, and the power of attorney shall be deemed to have been revoked.

(Revocation of Written Vote or Power of Attorney)

Article 5. If a person who submits a written vote or a delegator attends the relevant general meeting, he/she shall be treated as present in person, and the manifestation of intent or delegation based on the submitted written vote shall be deemed to have been revoked.

(Opening and Closing Meeting of General Meeting)

Article 6. The opening, recess, adjournment, and closing of the general meeting shall be pronounced by the chairperson.

(Package Submission of Proposals)

Article 7. When the chairperson deems it necessary for deliberation, two or more proposals may be deliberated

together.

(Statement)

Article 8. When making a statement on a proposal, the permission of the chairperson shall be obtained.

(Urgent Motion)

Article 9. No urgent motion may be deliberated as a proposal without the consent of two or more delegates present.

2 In the event of conflicting urgent motions, the chairperson shall decide the order of voting; provided, however, that the decision shall be made by requesting a resolution of the general meeting if any objection is raised from the floor of the general meeting.

(Voting)

Article 10. The voting on a proposal shall be conducted by a show of hands or a ballot; provided, however, that if the chairperson deems it necessary and the agreement of the delegates present is obtained, other methods may be used.

2 A vote may be taken upon the request of one-third or more of the delegates present.

(Minutes)

Article 11. The minutes shall contain the following matters:

- (1) Date, time, and place of the general meeting;
- (2) Total number of delegates and the number of delegates present (breakdown of attendance in person and by written vote or power of attorney) on the date of the general meeting;
- (3) Names of directors and auditors present;
- (4) Name of the chairperson of the general meeting;
- (5) Titles, progress of deliberations, and results of resolutions on proposals submitted to the general meeting;
- (6) Name of the person who took charge of the duty of preparing the minutes; and
- (7) Other matters that the chairperson deems necessary.

2 The minutes of a general meeting pursuant to Article 31 of the Articles of Incorporation shall contain the following matters in accordance with the rules pursuant to Article 32 of the Articles of Incorporation:

- (1) Details of matters resolved or reported;
- (2) Name of the proposer of the matters resolved;
- (3) Date on which the resolution or report is deemed to have been made; and
- (4) Name of the person who took charge of the duty of preparing the minutes.

3 Pursuant to Article 31, Paragraph 2 of the Articles of Incorporation, two or more minutes signatories shall sign, or affix their names and seals to the minutes referred to in the preceding paragraph.

(Revision or Abolition)

Article 12. The revision or abolition of these Rules shall require the approval of the general meeting after deliberation by the Board of Directors.

Supplementary Provisions

Approved by the 8th Ordinary General Meeting on June 24, 2017.

(Established by the Second Ordinary General Meeting on June 25, 2011.)

These Rules shall come into effect as of June 24, 2017.