

■ Lion Corporation Share Handling Regulations

Chapter I. General Provisions

Article 1. (Purpose)

- (1) Procedures for exercising the rights of the shareholders and other procedures for handling shares of the Company and fees therefor are determined by these rules pursuant to the Articles of Incorporation, rules set out by institution for transfer, Japan Securities Depository Center, Inc. (hereinafter referred to as "JASDEC") and rules set out by securities companies, trust banks and other account custodians (hereinafter referred to as "securities companies, etc.").
- (2) The handling of and fees related to special accounts opened under contracts entered into between the Company and the trust bank designated by the Company as well as the procedures for the exercise of shareholders' rights shall be governed by the rules provided for by the trust bank as well as by the provisions of these regulations.

Article 2. (Shareholders Register Administrator)

The shareholder register administrator of the Company and its business office are as follows.

Shareholder register administrator:

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

Business office of the shareholder register administrator:

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

Article 3. (Requests or Notifications)

- (1) All requests and notifications under these rules shall be made in the format prescribed by the Company. However, this shall not apply in the event that those requests or notifications are made through securities companies, etc., and JASDEC or in cases provided for in Article 21 (1).
- (2) Should any request or notification as set forth in the preceding paragraph be made by a proxy, a document evidencing the authority of such proxy shall be submitted, or should any such act require the consent of a curator or an assistant, a document evidencing such consent shall be submitted.
- (3) In cases where the requests or notifications set forth in paragraph (1) above are made through securities companies, etc., and JASDEC or through securities companies, etc., those requests or notifications may be treated by the Company as deemed to have been made by shareholders.
- (4) The Company may request the party who made the requests or notifications set forth in paragraph (1) above to submit materials evidencing that that party is a shareholder or a proxy.
- (5) In cases where the Company has requested the submission of the materials set forth in the preceding paragraph, the Company shall not accept the requests or notifications set forth in paragraph (1) above unless such materials are submitted.

Chapter II. Entries, Records, etc., in the Shareholder Register

Article 4. (Entries and Records in the Shareholder Register)

- (1) The Company shall make entries or records in the shareholder register in accordance with the general shareholders notifications received from JASDEC.
- (2) In cases where a notice of change of address or change of other information appearing in the shareholder register of the parties entered or recorded in the shareholder register (hereinafter referred to as “shareholders, etc.”) is received, the Company shall change the entries or records in the shareholder register in accordance with that notice.
- (3) In addition to the entries and records specified in the previous two paragraphs, in the case of a new share issuance or in any other case stipulated in laws and regulations, the Company shall make entries or recordings into the shareholder register.

Article 5. (Characters, etc., Used in the Shareholder Register)

Entries or records in the shareholder register of the Company shall be made in characters and symbols designated by JASDEC.

Chapter III. Notifications

Article 6. (Notifications of Addresses and Names of Shareholders, etc.)

- (1) Shareholders, etc., shall file notification of their addresses and names with the Company.
- (2) The notifications set forth in the preceding paragraph or changes thereof shall be filed through securities companies, etc., and JASDEC. However, this shall not apply to the cases stipulated in Article 4 (3).

Article 7. (Notifications of Shareholders, etc., Residing outside Japan)

- (1) Shareholders, etc., residing outside Japan shall designate their standing proxies in Japan or mailing addresses where they receive mail in Japan and file notification thereof.
- (2) Standing proxies shall be included in shareholders, etc., referred to in Article 6 (1).
- (3) The notification referred to paragraph (1) above or changes thereof shall be filed through securities companies, etc., and JASDEC. However, this shall not necessarily apply to the cases provided for in Article 4 (3).

Article 8. (Representatives of Juridical Persons)

- (1) Any shareholder, etc., who is a juridical person shall file notification of one representative's title and position as well as name.
- (2) The notification referred to in the preceding paragraph or changes thereof shall be filed through securities companies, etc., and JASDEC. However, this shall not apply to the cases provided for in Article 4 (3).

Article 9. (Representatives of Jointly-Owned Shares)

- (1) Shareholders who own shares jointly shall designate one representative thereof and file notification of

such representative's address and name.

- (2) The notifications referred to in the preceding paragraph or changes thereof shall be filed through securities companies, etc., and JASDEC. However, this shall not apply to the cases provided for in Article 4 (3).

Article 10. (Legal Representatives)

- (1) Any legal representative, such as a person who has parental authority or guardianship over a shareholder, shall file notification of his/her address and name.
- (2) The notifications referred to in the preceding paragraph or changes or cancelations thereof shall be filed through securities companies, etc., and JASDEC. However, this shall not apply to the cases provided for in Article 4 (3).

Article 11. (Other Notifications)

- (1) Any notification to the Company other than the notifications provided for in Article 6 to the preceding Article inclusive shall be filed through securities companies, etc., and JASDEC, or securities companies, etc., unless special methods are designated by the Company. However, this shall not apply to the cases provided for in Article 4 (3).
- (2) Notifications that securities companies, etc., are unable to accept or forward shall be filed with the shareholder register administrator.

Chapter IV. Purchase of Fractional Unit Shares

Article 12. (Method of Requests for Purchase of Fractional Unit Shares)

Requests made to the Company for the purchase of fractional unit shares shall be made through securities companies, etc., and JASDEC, pursuant to the rules provided by JASDEC.

Article 13. (Determination of Purchase Price)

- (1) The purchase price per share of fractional unit shares shall be the closing price per share of the Company on the market established by Tokyo Stock Exchange, Inc. on the date on which the request for purchase pursuant to the preceding Article reaches the business office of the shareholder register administrator provided for in Article 2. However, if no trading is effected on that day, the purchase price per share shall be the price at which the Company shares are first traded thereafter.
- (2) The purchase price for such shares shall be the amount obtained by multiplying the purchase price pursuant to the preceding paragraph by the number of shares the purchase request is for.

Article 14. (Payment of Purchase Price)

- (1) Unless otherwise provided for by the Company, the Company shall pay the purchase price to the party who requested the purchase of such shares on the 4th business day counting from the day following the date on which the purchase was determined.
- (2) In the cases referred to in the preceding paragraph, when such purchase price includes a premium due to dividends of surplus and share splits, the purchase price shall be paid prior to the relevant record date.

Article 15. (Transfer of Shares Purchased)

Fractional unit shares for which a request for purchase has been made shall be transferred to the account of the Company on the date on which the payment or procedure for payment of purchase price pursuant to the preceding paragraph has been completed.

Chapter V. Additional Sale of Fractional Unit Shares**Article 16. (Method of Request for Sale of Fractional Unit Shares)**

Requests made to the Company for the sale of fractional unit shares shall be made through securities companies, etc., and JASDEC, pursuant to the rules provided by JASDEC.

Article 17. (Restriction on Request for Additional Sale)

If the aggregate number of such shares for which requests for additional sale are made on the same day exceeds the number of treasury shares reserved for the request of additional sale, none of the requests for additional sale made on that day shall become effective.

Article 18. (Suspension Periods for Acceptance of Request for Additional Sale)

- (1) The Company shall suspend the acceptance of requests for additional sale of fractional unit shares for the period from the 10 business days prior to the date provided in each of the following items to the date provided in each of the following items.
 - (i) June 30
 - (ii) December 31
 - (iii) Other record dates for the determination of shareholders
- (2) Besides the periods provided for in the preceding paragraph, the Company may, when the Company or JASDEC finds necessary, suspend the acceptance of requests for additional sale of fractional unit shares.

Article 19. (Determination of Price for Additional Sale)

- (1) The per-share price for the additional sale of fractional unit shares shall be the closing price per share of the Company on the market established by Tokyo Stock Exchange, Inc. on the date on which the request for purchase pursuant to Article 16 reaches the business office of the shareholder register administrator provided for in Article 2. However, if no trading is effected on that day, the purchase price per share shall be the price at which the Company shares are first traded thereafter.
- (2) The price for additional sale of such shares shall be the amount obtained by multiplying the per-share price for additional sale pursuant to the preceding paragraph by the number of shares requested to be sold.

Article 20. (Transfer of Additional Shares Sold)

The Company shall file the application of the transfer of fractional unit shares for which a request for additional sale has been made to the account of the party who requested the sale of such shares on the date on which it is confirmed that the proceeds for the sale of shares have been transferred to the bank account designated by the Company..

Chapter VI. Methods to Exercise Rights of Minority Shareholders, etc.

Article 21. (Methods to Exercise Rights of Minority Shareholders, etc.)

- (1) In cases where the shareholders exercise rights of minority shareholders, etc., provided for in Article 147 (4) of the Law Concerning Book-Entry Transfer of Company Bonds, Shares, etc. (hereinafter referred to as the "Law") by dealing directly with the Company, such rights shall be exercised by documents affixed with their name and seal with a receipt for Individual Shareholder Notification (meaning a notice provided for in Article 154 (3) of the Law), as an attachment. However, foreign nationals may substitute their signature for the name and seal.
- (2) The provisions in Article 3 (2), (4) and (5) shall apply to the exercise of rights of minority shareholders, etc. referred to in the preceding paragraph.

Article 22. (Proposals by Shareholders in Reference Documents for General Meetings of Shareholders)

In cases where shareholders exercise their right to submit proposals pursuant to Article 21 (1), the Company may include the proposals in summary form in the reference documents for General Meetings of Shareholders if the length of such proposals exceeds the numbers of characters provided in the following items.

- (i) Reason for proposal:
400 characters per proposal
- (ii) Items to be included in the reference documents for General Meetings of Shareholders concerning the appointment of directors and corporate auditors:
400 characters per candidate

Chapter VII. Fees

Article 23. (Fees)

- (1) There shall be no fees in connection with the handling of the shares of the Company.
- (2) The fees that shareholders, etc., pay to securities companies, etc., or to JASDEC shall be borne by shareholders, etc.