## MINUTES OF EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF K.K.

 The Extraordinary General Meeting of Shareholders of \_\_\_\_\_\_\_ K.K.

 (hereinafter referred to as the "Company") was held on \_\_\_\_\_\_, 2008, at \_\_\_\_\_\_\_ a.m., at the head office of the Company located at \_\_\_\_\_\_\_, Tokyo, Japan.

Total number of shareholders: Total number of issued shares: Total number of shareholders having voting right: Total number of voting right of all shareholders: Number of shareholders present (including proxy): Number of voting right of shareholders present:

A quorum being present as above, Mr.\_\_\_\_\_, Representative Director and President, took the chair and declared the meeting open for business at the appointed time.

The substance of proceeding of the meeting and the results thereof are as follows:

## Agenda No.1: Reduction of Capital and Capital Surplus Reserve

The Chairman explained the item on the Agenda in detail, and proposed to implement the reduction of the capital and capital surplus reserve of the Company in accordance with the particulars set forth below; whereupon, after discussion, the sole shareholder approved the implementation of reduction of the capital and capital surplus reserve as proposed.

(1) Amount of capital to be reduced: \_\_\_\_\_\_ yen
(2) Amount of capital surplus reserve to be reduced: \_\_\_\_\_\_ yen The effective date of reduction of capital and capital surplus reserve: \_\_\_\_\_\_\_, 2008

## Agenda No. 2 Disposition of Surplus

The Chairman explained that the surplus arising out of the reduction of capital and capital surplus reserve under Agenda No. 1 above should be disposed as follows in order to be appropriated to the deficit as of \_\_\_\_\_\_, 2007; whereupon, after discussion, the sole shareholder approved the above as proposed.

(1) Amount of surplus to be disposed

\_\_\_\_\_\_ yen, the other capital surplus, shall be appropriated to the other earned surplus which is in deficit.

- (2) Item of surplus to be increased and its amount Other earned surplus: \_\_\_\_\_\_ yen
- (3) Item of surplus to be reduced and its amount Other capital surplus: \_\_\_\_\_\_ yen
- (4) Effective date The foregoing disposition shall become effective on the effective date of capital and capital surplus reserve reduction referred to in Agenda No.1.

With the above, all the agenda of the meeting have been completed, and the Chairman declared the meeting closed at \_\_\_\_\_ a.m.

In order to record the substance of proceeding of the meeting and the results thereof, these minutes have been prepared, and the Chairman of the meeting, drafter of minutes, the directors present and the statutory auditor present have affixed their signatures and/or seals hereunto.

Date:\_\_\_\_\_, 2008

\_\_\_\_\_ K.K.

Chairman of the meeting Representative Director & President:

Director:

Director:

Statutory Auditor: