

Disciplinary Regulations

Establishment April 1, 2013

Article 1. Purpose

These Disciplinary Regulations stipulate necessary matters relating to disciplinary procedures against full members, associate members, honorary members, and auxiliary members stipulated in paragraph 1 of Article 5 of the Statutes of the Japanese Society of Certified Pension Actuaries (“Member[s]”).

Article 2. Disciplinary Action

If a Member or non-Member files a petition for disciplinary action due to a Member falling under paragraph 1 of Article 9 of the Statutes, the details of the petition shall be examined and, if necessary, disciplinary action stipulated in paragraph 2 of Article 9 of the Statutes shall be applied in the name of the chairman of the Board of Directors of the Society.

Article 3. Petition for Disciplinary Action

Petitions for disciplinary action as provided for in the preceding article shall be made to the chairman of the Board of Directors in writing.

Article 4. Decision-Making Meetings

1. If a petition provided for in the preceding article is filed, the chairman of the Board of Directors shall call a meeting to decide whether the conditions for commencing an examination have been satisfied (“Decision-Making Meeting”).
2. The “conditions for commencing an examination” provided for in the preceding paragraph shall be as stated in each of the following items:
 - (1) The person(s) subject to the petition (“Respondent”) is(are) a Member(s); and
 - (2) A petition has been filed with respect to the Respondent having violated

any item of paragraph 1 of Article 9 of the Statutes.

Conditions for commencing an examination shall be deemed satisfied when five or more full members have jointly filed or have agreed to file a petition for disciplinary action.

3. The participants at the Decision-Making Meeting shall be the following three persons:
 - (1) Chairman of the Board of Directors;
 - (2) One vice chairman of the Board of Directors appointed in advance by the Board of Directors; and
 - (3) One director other than those provided for in the preceding two items appointed in advance by the Board of Directors.
4. A Decision-Making Meeting may not be held unless all these persons are present.
5. Decisions shall be made by simple majority.
6. The chairman of the Board of Directors shall report in writing the results of the decision to the petitioner for the disciplinary action (“Petitioner”).

Article 5. Disciplinary Committee

1. When it has been decided to commence an examination as a result of the decision provided for in the preceding article, a decision shall be made following investigations into the necessity of the disciplinary action by a Disciplinary Committee stipulated in the committee regulations.
2. If disciplinary action is necessary, the Disciplinary Committee shall make a decision falling under any one of the following items:
 - (1) Disciplinary action provided for in item (1) of paragraph 2 of Article 9 of the Statutes;
 - (2) Disciplinary action provided for in item (2) of paragraph 2 of Article 9 of the Statutes; or
 - (3) Proposal to the Board of Directors on the convening of a General Meeting stipulated in Article 11 of the Statutes on the grounds of falling

under disciplinary action provided for in item (3) of paragraph 2 of Article 9 of the Statutes.

Article 6. Holding of Meetings of the Disciplinary Committee

1. The Disciplinary Committee shall be convened by its chairman of the Committee upon the request of the chairman of the Board of Directors of the Society.
2. A meeting of the Disciplinary Committee may not be held unless five or more Committee members are in attendance and these five or more Committee members account for at least two-thirds of the Committee members who do not have an interest in the petition. When the number of Committee members who do not have an interest in the petition is four or less, additional Committee members shall be promptly appointed in accordance with the committee regulations.
3. A person who has an interest in the petition may not attend Disciplinary Committee meetings.
4. The chairman of the Committee shall decide whether an individual falls under the definition of a person who has an interest in the petition. The vice chairman of the Committee shall decide whether the chairman of the Committee falls under such definition.

Article 7. Disciplinary Committee Proceedings

1. The Disciplinary Committee shall hear the opinions of both the Petitioner and the Respondent in person or through a proxy.
2. The Disciplinary Committee shall endeavor to identify and understand the circumstances of the matters in question by undertaking any procedures it considers necessary for the examination, including hearing the opinions of expert witnesses.
3. To make a decision, an affirmative vote of at least three-fourths of the Committee members in attendance at the meeting of the Disciplinary Committee convened to examine whether or not disciplinary action is appropriate shall be necessary.

Article 8. Appeals Panel

1. The Petitioner or the Respondent may file an appeal to the chairman of the Board of Directors with respect to the decision of the Disciplinary Committee.
2. The filing of an appeal shall be made in writing within 60 days reckoned from the day immediately following the date on which the decision of the Disciplinary Committee is notified to the Petitioner or the Respondent.
3. In the event that an appeal is filed as provided for in the preceding paragraph, the chairman of the Board of Directors shall set up an Appeals Panel to review the decision made by the Disciplinary Committee.
4. The Appeals Panel shall be composed of five or more members whom the chairman of the Board of Directors shall appoint from among Members at the recommendation of the Board of Directors with the agreement of the Member him or herself; provided, however, that the following persons shall be exempt:
 - (1) Chairman of the Board of Directors and president;
 - (2) Members of the Disciplinary Committee; and
 - (3) Members with an interest in the Petitioner or the Respondent.
5. At least one-third of members of the Appeals Panel shall be non-directors.
6. The chairman of the Appeals Panel shall be appointed by the chairman of the Board of Directors.
7. With respect to the convening of the Appeals Panel and its proceedings, the provisions of Articles 6 and 7 shall apply mutatis mutandis.

Article 9. Records and Reports

Proceedings of meetings of the Disciplinary Committee and the Appeals Panel as well as remarks made at such meetings shall be recorded, and a written report shall be submitted to the Board of Directors after a decision is made.

Article 10. Notification of Decisions of the Disciplinary Committee and Appeals Panel

1. Decisions of the Disciplinary Committee and Appeals Panel and the grounds for such decisions shall be notified to the Petitioner and the Respondent by post or other means of correspondence by the chairman of the Board of Directors.
2. Decisions of the Disciplinary Committee shall be final and effective if an appeal stipulated in Article 8 is not filed within the specified term.
3. Decisions of the Appeals Panel shall be final and effective when notified to the Respondent.

Article 11. Notification of Resolutions of General Meetings

1. Resolutions of General Meetings relating to the proviso of paragraph 3 of Article 9 of the Statutes and the grounds for such resolutions shall be notified to the Petitioner and the Respondent by post or other means of correspondence by the chairman of the Board of Directors.
2. Resolutions of General Meetings shall be final and effective when notified to the Respondent.

Article 12. Maintenance of Confidentiality

Attendees at Decision-Making Meetings and members of the Disciplinary Committee and Appeals Panel shall not disclose to another party confidential information obtained in the course of performing their duties as attendees or members unless there are reasonable grounds to do so.

Article 13. Announcement

If the Respondent is subject to disciplinary action provided for in item (2) or (3) of paragraph 2 of Article 9 of the Statutes, the chairman of the Board of Directors shall announce the same to the public; provided, however, that this shall not apply to cases where the Board of Directors decides otherwise.

Article 14. Ambiguities

1. In the event that ambiguities arise regarding the interpretation of these Disciplinary Regulations or regarding matters not provided for in these regulations, Members may request that the chairman of the Board of Directors make a decision regarding such ambiguities; provided, however, that with regard to matters being examined pursuant to Article 7 or 8 above, the decisions of the Disciplinary Committee or the Appeals Panel shall be complied with.
2. In the event of a request of the kind described in the preceding paragraph, the chairman of the Board of Directors shall consult the relevant committees, and after obtaining their recommendations the chairman shall make a decision based on a resolution of the Board of Directors.

Supplementary Provision

Article 1.

These Disciplinary Regulations take effect on the day of the registration of the establishment of the Society as a public-interest incorporated association as stipulated in paragraph 1 of Article 106 of the Act on Establishment of Related Acts Following Enforcement of the Act on General Incorporated Associations and General Incorporated Foundations and the Act on the Authorization of Public-Interest Incorporated Associations and Public-Interest Incorporated Foundations (Act No. 50 of June 2, 2006).