

(TRANSLATION)

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(Revised January 5, 2009)

Share Handling Regulations of  
Eagle Industry Co., Ltd.

CHAPTER I. GENERAL PROVISIONS

(Purpose)

Article 1.

The handling procedures, handling fees, procedures for exercising shareholders' rights and other matters relating to the shares of the Company shall be governed by the provisions set forth by the Japan Securities Depository Center, Inc. (hereinafter referred to as "JASDEC") as the book-entry transfer institution, and account management institutions including securities companies and trust banks (hereinafter referred to as the "Securities Companies, etc."), and by the provisions of these Share Handling Regulations pursuant to Article 10 of the Articles of Incorporation.

2. The handling procedures, handling fees, procedures for exercising shareholders rights and other matters relating to special accounts opened in accordance with agreements entered into by and between the Company and trust banks designated by the Company shall be governed by these Share Handling Regulations and the rules provided by said trust banks.

(Administrator of Shareholders Register)

Article 2.

The Administrator of the Shareholders Register of the Company and its office for handling the business are as follows:

Administrator of Shareholders Register:

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

Office for handling the business:

Mitsubishi UFJ Trust and Banking Corporation  
Securities Agency Department  
1-4-5 Marunouchi, Chiyoda-ku, Tokyo

(Requests and Notifications)

Article 3.

All requests and notifications pursuant to these Share Handling Regulations shall be prepared using the forms prescribed by the Company; provided however, that this shall not apply in

cases where such requests or notifications are made via Securities Companies, etc. or JASDEC or pursuant to Article 16, Paragraph 1 of these Share Handling Regulations.

2. Should any request or notification set forth in the preceding paragraph be made by a proxy, a written document evidencing power of representation of such proxy shall be submitted, or should any request or notification require the consent of a curator or an assistant, a written document evidencing such consent shall be submitted.

3. In cases where the request or notifications set forth in Paragraph 1 are made through Securities Companies, etc. and JASDEC, or Securities Companies, etc. only, such requests or notifications may be treated by the Company as deemed to have been made by a shareholder.

4. The Company may request the party who made the requests or notifications set forth in Paragraph 1 to submit material certifying that the party is a shareholder or a proxy.

5. In cases where the Company requests the submission of material set forth in the preceding paragraph, the Company shall not accept the request and notification set forth in Paragraph 1 unless such material has been submitted.

## CHAPTER II. ENTRIES OR RECORDS IN THE SHAREHOLDERS REGISTER

(Entries or Records in the Shareholders Register)

Article 4.

The Company shall make entries or records in the Shareholders Register based on the general shareholders notification received from JASDEC.

2. In cases where a notice of change of address or other information contained in the Shareholders Register of parties entered or recorded in the Shareholders Register (hereinafter "Shareholders, etc.") is received, the Company shall change the entry or record in the Shareholders Register in accordance with said notice.

3. In addition to the cases set forth in the preceding two paragraphs, entries or records in the Shareholders Register shall be made if new shares are issued or in other cases required by the relevant laws and regulations.

(Characters, etc. Used in the Shareholders Register)

Article 5.

Entries or records in the Shareholders Register shall be made with the characters and symbols designated by JASDEC.

## CHAPTER III. NOTIFICATIONS

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

Article 6.

Shareholders, etc. shall notify the Company of their addresses and names.

2. The notifications referred to in the preceding paragraph or changes thereof shall be filed

through Securities Companies, etc. and JASDEC; provided, however, that this shall not apply to the cases provided for in Paragraph 3 of Article 4.

(Notifications of Shareholders, etc. Residing Overseas)

Article 7.

Shareholders, etc. residing overseas shall designate their standing proxies or mailing addresses in Japan, where they receive notices, and shall notify the Company of these standing proxies or mailing addresses.

2. Standing proxies shall be included in Shareholders, etc. referred to in Paragraph 1 of the preceding Article.

3. The notifications referred to in Paragraph 1 or changes thereof shall be filed through Securities Companies, etc. and JASDEC; provided, however, that this shall not apply to the cases provided for in Paragraph 3 of Article 4.

(Representative of Juridical Person)

Article 8.

In the event that a Shareholder, etc. is a juridical person, the title and name of one representative of such Shareholder, etc. shall be notified to the Company.

2. The notifications referred to in Paragraph 1 or changes thereof shall be filed through Securities Companies, etc. and JASDEC; provided, however, that this shall not apply to the cases provided for in Paragraph 3 of Article 4.

(Representative of Joint Shareholders)

Article 9.

Shareholders who own shares jointly shall designate one representative thereof and shall notify the Company of the address and name of such representative.

2. The notifications referred to in Paragraph 1 or changes thereof shall be filed through Securities Companies, etc. and JASDEC; provided, however, that this shall not apply to the cases provided for in Paragraph 3 of Article 4.

(Legal Representative)

Article 10.

Any legal representative such as a person who has parental authority or a guardian shall notify the Company of his/her address and name.

2. The notifications referred to in Paragraph 1 or changes thereof shall be filed through Securities Companies, etc. and JASDEC; provided, however, that this shall not apply to the cases provided for in Paragraph 3 of Article 4.

(Other Notifications)

Article 11.

In addition to the notifications provided for in Article 6 through Article 10, any notifications shall be filed through Securities Companies, etc. and JASDEC, or Securities Companies, etc. only,

unless otherwise directed by the Company; provided, however, that this shall not apply to the cases provided for in Paragraph 3 of Article 4.

2. The notifications that Securities Companies, etc. are unable to accept or forward shall be filed with the Administrator of Shareholders Register.

#### CHAPTER IV. PURCHASE OF SHARES CONSTITUTING LESS THAN ONE UNIT

(Method of Requesting Purchase of Shares Constituting Less Than One Unit (Tangen) of Shares)

Article 12.

In cases where the purchase of shares constituting less than one (1) unit (Tangen) of shares is requested, such request shall be made through Securities Companies, etc. and JASDEC in accordance with the provisions set forth by JASDEC.

(Determination of Purchase Price)

Article 13.

The price per share on the purchase of shares constituting less than one (1) unit (Tangen) of shares shall be the closing price per share at the Tokyo Stock Exchange, Inc. (TSE) on the day on which the request under the preceding Article is received at the office for handling the business of the Administrator of the Shareholders Register; provided, however, that if no trade of the share take place on said day, or said day falls on a holiday of said stock exchange, the purchase price per share shall be the price per share settled in the first trade thereafter.

2. The purchase price shall be the amount obtained by multiplying the purchase price per share referred to in the preceding paragraph by the number of shares requested for purchase.

(Payment of Purchase Amount)

Article 14.

Unless otherwise specified by the Company, the Company shall pay the purchase amount to the person requesting share purchase on the fourth business day from the day following the day on which the purchase price per share is determined.

2. In the case set forth in the preceding paragraph, if the purchase price contains the right to dividend from surplus or stock split, etc., the Company shall pay the purchase price no later than the record date thereof.

3. The Company may pay the purchase amount after deduction of actual expense incurred for the remittance fee necessary for payment of the purchase amount.

(Transfer of Purchased Shares)

Article 15.

The shares constituting less than one (1) unit (Tangen) of shares requested for purchase shall be transferred to the transfer account of the Company on the date of completion of the

procedures for payment of the purchase amount in accordance with the preceding Article.

## CHAPTER V. EXERCISE OF MINORITY SHAREHOLDERS' RIGHTS, ETC.

( Method of Exercising Minority Shareholders' Rights, etc.)

Article 16.

In cases where shareholders exercise minority shareholders' rights, etc. set forth in Paragraph 4 of Article 147 of the Law Concerning Book-Entry Transfer of Corporate Bonds, Stocks, Etc. (hereinafter the "Book-Entry Law") directly to the Company, such rights shall be exercised by delivering documents affixed with the name and seal of shareholders, attaching the slip relating to the individual shareholder notification (meaning the notification provided for in Paragraph 3 of Article 154 of the Book-Entry Law) issued by the Securities Companies, etc.; provided, however, that foreign shareholders may substitute their signature for the name and seal.

2. The provisions in Paragraphs 2, 4, and 5 of Article 3 shall apply to the exercise of minority shareholders' rights referred to in the preceding paragraph.

(Proposals by Shareholders Included in Reference Materials for General Meetings of Shareholders)

Article 17.

In cases where shareholders' rights of proposal are exercised in accordance with Paragraph 1 of the preceding Article, if a proposal submitted by the shareholders contains more than the number of characters provided below, the Company may present an outline of such proposal in the reference materials for the General Meeting of Shareholders.

- (i) Reason for the proposal  
400 characters per proposal
- (ii) Matters concerning the appointment of Directors, Corporate Auditors and Independent Auditors  
400 characters per candidate

## CHAPTER VI. HANDLING FEES

(Handling Fees)

Chapter 18.

There shall be no fees in connection with the handling of shares of the Company.

2. Handling fees payable by Shareholders, etc. to Securities Companies, etc. or JASDEC shall be borne by Shareholders, etc.

## SUPPLEMENTARY PROVISIONS

1. Any amendment of these Regulations shall require a resolution of the Board of Directors.
2. These Revised Regulations shall come into force on January 5, 2009.
3. If revised Articles of Incorporation come into effect pursuant to a resolution of the General Meeting of Shareholders of the Company, the article number of the Articles of Incorporation that applies under these Regulations shall be read as the revised article number.