

## **Resolutions Explanation Sheet**

### **Board Resolutions**

On this occasion, the following resolutions are presented by the Board of Directors for Membership approval.

**Motion 2: Resolved to approve the Profit and Loss statement and the Balance Sheet per the end of Fiscal Year 2022 for the Annual Report on the General Welfare of the Club including Annual Financial Report for Fiscal Year 2022 (April 1, 2022 to March 31, 2023) to be presented to the Cabinet Office.**

As required by law and by the rules of this Club, the FCCJ has compiled its Annual Report on the General Welfare of the Club as well as the Fiscal Year 2022 financial results with related documents. The Board asks the Membership to review the reports carefully and approve them by passing this resolution. Approval of these reports by the Membership is a legal requirement of the governing law for organizations such as ours.

**Motion 3: Resolve that the FCCJ will change its bylaws to allow proxy voting for Board elections, in compliance with Japanese law as instructed by the Cabinet Office and the Compliance Committee has agreed, we should remove item 3 from paragraph 9-5 from the Bylaws.**

**Current: Paragraph 9-5**

**3. No proxy votes can be cast in the case of an election.**

**Amended: Paragraph 9-5**

**3. Proxy votes can be cast in the case of an election.**

The Board of Directors