Japan Industrial Imaging Association
Articles of Incorporation

The original Articles of Incorporation are written in Japanese. This English translation is provided solely for the convenience of non-Japanese members. In case of any conflict or ambiguity, the Japanese text shall govern.

Japan Industrial Imaging Association

Established on February 27, 2006

(Revised on June 19, 2026)

Chapter 1. General Provisions

(Name)

Article 1. This Association shall be called “Japan Industrial Imaging Association (a General Incorporated Association)” (hereinafter referred to as “this Association”).

2. The English name of this Association shall be “Japan Industrial Imaging Association” (abbreviated as “JIIA”).

(Location of Principal Office)

Article 2. The Association shall maintain its principal office in Minato-ku, Tokyo. Furthermore, the Association may, by resolution of the Board of Directors, establish one or more branches as secondary offices at necessary locations within or outside Japan. Detailed regulations concerning the establishment, organization, and operation of such branches shall be prescribed separately.

(Purpose)

Article 3. The purpose of this Association is to contribute to the development of industry through the field of industrial imaging, and, to that end, it shall conduct the following activities:

(1) Promote standardization of advanced technologies in industrial imaging.

(2) Participate in, and make proposals regarding, international and cross-sectoral standardization projects and the related investigation and research.

(3) Conduct seminars, lectures, and other activities to promote understanding and information exchange in the industrial imaging field.

(4) Disclose and provide the contents of, and related materials from, various standardization meetings.

(5) Disclose and provide survey and statistical materials and related information concerning technological trends, market conditions, etc. in the industrial imaging field.

(6) Host and support international and cross-sectoral conferences and events in the industrial imaging field.

(7) Conduct any other activities necessary to achieve the purpose of this Association, and activities incidental or related to those listed in the preceding items.

2. The purpose of this Association shall not be to distribute surplus gained through its business to its members. Such surplus shall be used for accumulating a loss compensation reserve or for returning funds, and shall otherwise be carried over to the following fiscal year and beyond.

(Method of Public Notice)

Article 4. Public notices of the Association shall be given by posting them on the Association's website on the Internet.

Chapter 2. Membership

(Types of Membership)

Article 5. The members of this Association shall be Regular Members, Supportive Members and Special Members. Regular Members shall be the “members” (shain) under the Act on General Incorporated Associations and General Incorporated Foundations.

(Regular Members)

Article 6. Regular Members shall be joint-stock companies or other corporations (including those established under the laws of countries other than Japan; the same applies hereinafter) that agree with the purpose of this Association, are willing to cooperate in its activities, and are engaged in fields related to industrial imaging in Japan or overseas.

2. Each Regular Member shall have one vote at the General Assembly.
3. Regular Members shall have the right to nominate candidates for Directors, candidates for Auditors, and candidates for Special Members as well as the right to participate in Committees and Working Groups, in addition to the voting rights set forth in paragraph 2 above and other rights set forth in the Act on General Incorporated Associations and General Incorporated Foundations.

(Supportive Members)

Article 7. Supportive Members shall be joint-stock companies and any other corporations that agree with the purposes of this Association and are engaged in fields related to industrial imaging in Japan or overseas.

2. Supportive Members shall have no voting rights at the General Assembly.
3. Supportive Members shall have the right to participate in Committees and Working Groups.

(Special Members)

Article 8. Special Members shall be individuals who support the purpose of this Association and intend to cooperate with its activities, and who are recommended by a Regular Member as possessing experience and expertise in the field of industrial imaging.

2. Special Members shall have no voting rights at the General Assembly.
3. Special Members shall have the right to participate as observers in the Working Groups of each Committee.

(Treatment of Company Groups)

Article 9.

Where a joint-stock company or other corporation directly or indirectly holds a majority of the total voting rights of another corporation (the former hereinafter referred to as the "parent company" and the latter the "subsidiary"), they shall be deemed to be a single corporation. However, even if the parent company and subsidiary companies form a corporate group, if each corporation engages in businesses such as the manufacture, sale, design and system integration of separate products, and conducts independent business activities, this shall not preclude both corporations from joining this Association and acting as members.

(Admission)

Article 10. Those who wish to join this Association as a Regular Member, Supportive Member or Special Member shall apply for membership by submitting a prescribed document or by electromagnetic means in accordance with rules established by the Board of Directors.

2. The Board of Directors may approve the admission of a corporation or individual who wishes to join this Association if the Board recognizes that such corporation or individual satisfies the qualifications and requirements set forth in Article 6, paragraph 1, Article 7, paragraph 1, Article 8, paragraph 1, and Article 9. A corporation or individual admitted to this Association shall acquire the status of Regular Member, Supportive Member or Special Member on the first day of the calendar month following the month in which it pays the admission fee and annual dues separately prescribed.

3. Corporations that have been admitted to this Association must appoint one person (hereinafter referred to as the "member representative") who will exercise their rights as the representative of the corporation and notify the Representative Director. If a proxy for the member representative is appointed, the same notification must be submitted. If there are any changes to the member representative or his/her proxy, a notification of change must be submitted immediately.

(Transfer of Membership Status)

Article 11. Membership status in this Association, irrespective of the type of membership, may not be transferred to others.

(Entrance Fee and Annual Dues)

Article 12. The admission fee and the first year’s annual dues specified separately at the General Assembly shall be paid to this Association to become a Regular Member, Supportive Member or Special Member.

2. Regular Members, Supportive Members and Special Members shall be obligated to pay annual dues to this Association, as determined by the General Assembly, to cover the ordinary expenses required for the operation of this Association.

3. The admission fee and annual dues already paid shall not be refunded for any reason whatsoever.
4. The admission fee and annual dues shall be changed by a resolution of the General Assembly.

(Member Responsibilities)

Article 13. Members shall abide by the Articles of Incorporation and other laws and regulations, sincerely exercise their voting and other rights provided under their type of membership and shall have the duty to cooperate in the operation of this Association in order to achieve its purpose.

(Withdrawal)

Article 14. In the event a Regular Member wishes to withdraw from membership, said Regular Member shall give thirty days' advance notice in writing or by electromagnetic means and shall notify the Board of Directors of the matters to be stated in the prescribed documents or by electromagnetic means. If Regular Member desires to change to a Supportive Member, the Board of Directors may approve a change in the qualification of Regular Member to a Supportive Member.

2. In the event a Supportive Member wishes to withdraw from the membership, said Supportive Member shall give thirty days' advance notice in writing or by electromagnetic means and shall notify the Board of Directors of the matters to be stated in prescribed documents or by electromagnetic means. If Supportive Member desires to change to a Regular Member, the Board of Directors may approve a change in the qualification of Supportive Member to a Regular Member.
3. In the event a Special Member wishes to withdraw from membership, said Special Member shall give thirty days' advance notice in writing or by electromagnetic means and shall notify the Board of Directors of the matters to be stated in the prescribed documents or by electromagnetic means.
4. In addition to the cases provided for in the preceding paragraph, members withdraw from this Association under any of the following conditions:
   (1) Consent of all Regular Members
   (2) Death or when a member has been officially declared missing
   (3) Dissolution or bankruptcy of the member corporation
   (4) Expulsion
5. Those who have withdrawn from this Association shall still be responsible for payment of annual dues that had already accrued at the time of withdrawal, even after withdrawing from this Association.

(Expulsion, Suspension or Forfeiture of Membership)

Article 15. A member of this Association who has damaged the honor of this Association, has acted against its purpose, or has violated his/her obligations as a member may be expelled from his/her membership by a resolution made at a General Assembly. In addition, if a member of this Association fails to pay his/her annual dues without any special reason, the Board of Directors may, by resolution of the Board of Directors, suspend or forfeit the membership.

2. Resolutions on expulsion of Regular Members, Supportive Members or Special Members shall require three-fourths (3/4) or more of the total number of voting rights held by Regular Members.
3. In the event of expulsion pursuant to the preceding two paragraphs, said member shall be given advance notice of the expulsion proceeding and an opportunity to defend itself prior to the resolution.
4. If a member of this Association fails to pay annual dues for one year, the membership shall be suspended. If a suspended member pays both the overdue amount and the annual dues for the new fiscal year, the member's membership will be reinstated.
5. If a suspended member fails to pay annual dues for a further year, the membership shall be forfeited. If a member applies for membership after forfeiting membership, the member will be admitted through new admission procedures.
6. If the Board of Directors determines that the reasons for non-payment under paragraphs 4 and 5 are valid, such non-payment shall not be treated as delinquency.

(Conflict-of-Interest Transactions)

Article 16. When this Association enters into a transaction with a Regular Member, Supportive Member or Special Member, such as commissioning development or research, it shall obtain the prior approval of the Board of Directors for that transaction.

Chapter 3. General Assembly

(General Assembly)

Article 17. General Assemblies of this Association shall consist of two types: ordinary and extraordinary. Ordinary General Assembly shall be held once annually by the end of June. Extraordinary General Assemblies shall be held as necessary.

2. The General Assembly shall resolve the matters provided for in the Act on General Incorporated Associations and General Incorporated Foundations and in these Articles of Incorporation, as well as matters submitted to the General Assembly by the Representative Director on the basis of a resolution of the Board of Directors.
3. The General Assembly shall be held at the principal office of this Association or at the location

designated by resolution of the Board of Directors.

(Convocation of General Assembly)

Article 18. The General Assembly shall be convened by the Representative Director based on a resolution of the Board of Directors, unless otherwise provided for in laws and regulations.

2. (deleted)

3. Representative Director shall send a written or e-mail notice of convocation to all Regular Members at least two weeks prior to the General Assembly indicating the date, venue and agenda.

4. When at least one-fifth of all Regular Members request the Board of Directors to convene an extraordinary General Assembly in writing stating the purpose of the General Assembly and the reason for convocation, Representative Director shall convene an extraordinary General Assembly within four weeks from the date of such request.

(Method of Resolution)

Article 19. Except as otherwise provided for in applicable laws and regulations, resolutions of the General Assembly shall be adopted by a majority of the voting rights of the Regular Members present, at a meeting attended by a majority of all Regular Members. In the event of a tie, the matter shall be decided as the chair of the General Assembly determines.

2. Regular Members may exercise their vote by a representative or a proxy.

3. A representative or a proxy referred to in paragraph 2 may exercise voting rights in writing or by means of an electromagnetic method regarding the matters to be stated in such a document.

4. A representative or proxy referred to in Paragraph 2 may delegate their voting rights to a person other than such representative or proxy. In such a case, the representative or proxy must submit to the Association a document certifying the delegation of voting rights or the information required to be included in such a document via electromagnetic means.

(Chair)

Article 20. The chair of the General Assembly shall be Representative Director of this Association. If the Representative Director is unable to act due to accident or other reason, another Director shall act in the Representative Director’s place in the order determined in advance by the Board of Directors.

(Minutes)

Article 21. Minutes of the General Assembly shall be prepared to record a summary of the proceedings and their results, and the Representative Director present shall affix his/her name thereto.

Chapter 4. Directors and Board of Directors

(Establishment of the Board of Directors)

Article 22. The Board of Directors shall be established in this Association.

2. This Association shall have no fewer than five, and no more than twenty Directors.

(Qualifications and Nomination)

Article 23. Directors of this Association shall be elected from among Regular Members of this Association.

2. The representative of each Regular Member may nominate one candidate for Director (including self-nomination). Such candidate must be a director of a Regular Member; an advisor, consultant or similar person who has experience and expertise in the business that is the purpose of this Association; an officer in charge of business execution or a manager (shihainin); or another employee of a Regular Member.

3. Among the Directors, the total number of any one Director and that Director's spouse, relatives within the third degree of kinship, and other persons with a special relationship shall not exceed one-third of the total number of Directors.

(Method of Appointment)

Article 24. Directors shall be appointed from among candidates by individual resolution of the General Assembly as prescribed in Article 23. If the total number of candidates exceeds the number of Directors prescribed in Article 22, those candidates who obtain the approval of a majority shall be elected in descending order of the number of votes until the prescribed number is reached.

(Term of Office)

Article 25. The term of office for Directors shall be until the closing of the ordinary General Assembly for the last fiscal year ending within two years after assumption of office. Directors can be reappointed.

2. The term of office of a Director elected to fill a vacancy caused by the retirement of a Director before the expiration of that Director's term, or elected as a result of an increase in the number of Directors, shall be the remaining term of the predecessor or of the other incumbent Directors.

(Chairperson and Vice-chairperson and Representative Director)

Article 26. This Association shall have one Chairperson and up to three Vice-chairpersons who shall

be elected by the resolution of the Board of Directors.

2. The Association shall have no more than two Representative Directors; the Chairperson shall serve as a Representative Director pursuant to the Act on General Incorporated Associations and General Incorporated Foundations. Additionally, the Board of Directors may select one Vice-chairperson to serve as a Representative Director.
3. The Representative Directors shall represent the Association and oversee its operations.
4. The Vice-chairperson shall assist the Chairperson and administer the affairs of the Association.

(Dismissal of Directors)

Article 27. A director may be dismissed by a resolution of the General Assembly.

(Remuneration)

Article 28. Directors shall receive no remuneration.

(Authority of Board of Directors)

Article 29. The Board of Directors shall consist of all the Directors. The Board of Directors shall make decisions on the execution of the business of this Association and oversee the execution of the duties of the Representative Directors and other Directors.

(Meetings of the Board of Directors)

Article 30. In addition to the regular meetings of the Board of Directors specified separately in the detailed regulations, the Board of Directors can meet under the following conditions:

(1) When the Representative Director finds it necessary.

(2) When there is a request, accompanied by a presentation of the purpose for such a meeting, from at least one-third of the Directors to the Representative Director.

2. The Board of Directors shall be constituted by the presence of a majority of the total number of Directors.

(Convocation of the Board of Directors)

Article 31. The Board of Directors shall be convened by the Representative Director. Notice of the convening of the Board of Directors must be given to all Directors and Auditors.

(Resolutions of the Board of Directors and Minutes of Meetings)

Article 32. Representative Director shall serve as the chair of the Board of Directors and preside over proceedings thereof.

2. The proceedings of the Board of Directors shall be decided by a majority of the Directors present at the meeting, at which a majority of the incumbent Directors are present.

3. Notwithstanding the provisions of the preceding paragraph, when all the incumbent Directors express their consent in writing or by electromagnetic means (except where an Auditor states an objection), the resolution shall be deemed to have been adopted.
4. The minutes of the meetings of the Board of Directors shall be prepared in accordance with laws and regulations and kept at the principal office for a period of ten years from the date of the meeting.
5. Representative Directors and Auditors present shall affix their names and seals to the minutes set forth in the preceding paragraph.

Chapter 5. Auditor

(Number of Seats)

Article 33. This Association shall have no fewer than one and no more than three Auditors.

(Qualifications and Recommendations)

Article 34. Auditors shall be appointed from among Regular Members of this Association. Provided, however, that this shall not preclude the appointment from the persons other than Regular Members who have been recommended by a Regular Member when it is deemed necessary and appropriate. Directors, the chair of each committee, and secretariat members (employees of this Association) may not become auditors.

2. Each Regular Member may nominate one candidate for Auditor (including self-nomination). A candidate from among Regular Members must be a director of a Regular Member; an advisor, consultant or similar person; an officer in charge of business execution or a manager (shihainin); or another employee of a Regular Member.

(Method of Appointment)

Article 35. Auditors shall be appointed from among candidates by individual resolution of the General Assembly as prescribed in Article 34. If the total number of candidates exceeds the number of Auditors prescribed in Article 33, the candidates who have obtained a majority of the votes shall be selected up to the prescribed number in the order of the number of votes.

(Term of Office)

Article 36. The term of office of Auditors shall be until the termination of the ordinary General Assembly for the last fiscal year within two years after assumption to the position. This does not preclude reappointment.

2. The term of office of an Auditor assuming duties to fill a vacancy caused by the retirement of an Auditor shall be the remaining term of the predecessor.

(Authority of Auditors)

Article 37. The Auditors shall perform the duties set forth in Subsection 6, Section 3, Chapter 2 of the Act on General Incorporated Associations and General Incorporated Foundations and shall audit the business and accounting of this Association. An auditor may attend the General Assembly, Board of Directors meetings or any other meetings held by this Association to state his/her opinions.

(Remuneration of Auditors)

Article 38. Auditors shall receive no remuneration. However, if an Auditor is appointed from a person other than Regular Member pursuant to Paragraph 1 of Article 34 and a resolution is made at the General Assembly, he/she may receive remuneration deemed appropriate.

(Dismissal of Auditors)

Article 39. An auditor may be dismissed by a resolution of two-thirds or more of the total number of voting rights held by all Regular Members at the General Assembly. In this case, prior notice shall be given to the relevant auditor and an opportunity for explanation shall be given prior to the resolution.

Chapter 6. (deleted)

Article 40 to Article 46 (deleted)

Chapter 7. Committees/Working Groups

(Committee Establishment)

Article 47. The Board of Directors may by resolution, establish one or more committees to serve as consultative bodies.

2. When establishing a Committee, the Board of Directors shall set forth in its regulations the Committee's name, the matters to be referred to the Committee for consultation, the qualification requirements and appointment procedures for the Chair, the amount of the Committee's activity expenses and the basis for its calculation, and operating methods such as the formulation of activity plans and deliberation procedures.

(Committee Member)

Article 48. Committee members shall be Regular Members who satisfy the qualifications prescribed in paragraph 1 of Article 6 or Supportive Members who satisfy the qualifications prescribed

in paragraph 1 of Article 7.

2. Members of a committee may recommend to the Board of Directors candidates for chairperson, within the number of candidates separately determined for each committee.
3. The number of seats, appointments, term of office, changes, dismissals and other details of the Chair and Committee members shall be specified in the regulations set forth by the Board of Directors.
4. Committee members shall receive no remuneration, however, this does not preclude Committee members from requesting payment from this Association for business entrusted to them by this Association. Procedures for such payment and other details shall be specified in separately established detailed regulations.

(Working Groups)

Article 49. Each Committee may establish Working Groups as subordinate bodies with the approval of the Board of Directors.

2. Each Working Group shall have one Chair, who shall be a Regular Member or Supportive Member approved by the Board of Directors.
3. Regular Members and Supportive Members may participate in Working Groups on an equal basis, and voting rights shall be granted under the conditions prescribed in separately established detailed regulations.
4. Special Members shall have the right to participate in a Working Group but shall not have voting rights.
5. The persons, who are other than Regular Members, Supportive Members, and Special Members, approved by the Board of Directors may attend the Working Group. In this case, each participating joint-stock company or other corporation may be granted one voting right with the approval of the Board of Directors.
6. The Chair of a Working Group shall report activity progress, decisions and implementation status to the Board of Directors and the parent Committee.
7. Any other matters necessary for the organization and operation of Working Groups shall be specified in the detailed regulations.

Chapter 8. Funds

(Total Amount of Funds)

Article 50. The total amount of funds for this Association, including alternative funds, shall be ¥4,050,000.

(Rights of Fund Contributors)

Article 51. Contributed funds shall not be refunded until this Association is dissolved.

(Procedures for Refund)

Article 52. With regard to the procedures for returning funds, the liquidator shall separately specify the place and method of returning funds and other necessary matters in accordance with the provisions of Article 236 of Chapter IV, Section 4 of the Act on General Incorporated Associations and General Incorporated Foundations.

Chapter 9. Accounting

(Fiscal Year)

Article 53. The fiscal year shall start on April 1 and end on March 31 the following year.

(Business Plan and Budget)

Article 54. Every fiscal year, the Representative Director shall formulate a draft business plan and budget for the following fiscal year, then must obtain the approval of the Board of Directors at least three weeks prior to the ordinary General Assembly.

2. Representative Director shall submit the business plan and budget proposal, for which the approval of the Board of Directors has been obtained in accordance with the preceding paragraph, to the Ordinary General Assembly and obtain its approval.
3. Representative Director and Directors shall execute the business of this Association in accordance with the approved business plan and budget.

(Formulation and Approval of Financial Statements)

Article 55. Representative Director shall, promptly after the end of each fiscal year, prepare a balance sheet, a profit and loss statement, a business report, and supplementary schedules (hereinafter referred to as "Financial Documents, etc.") and have them audited by the Auditors.

2. The Representative Director shall, after having the Financial Documents, etc. audited by the Auditors in accordance with the preceding paragraph, obtain the approval of the Board of Directors.
3. Representative Director shall submit the financial documents and other materials, having obtained the approval of the Board of Directors, to the Ordinary General Assembly; report on the business report; and obtain the approval of the Ordinary General Assembly for the other financial documents and materials.

Chapter 10. Amendment of the Articles of Incorporation and Dissolution

(Amendment of the Articles of Incorporation)

Article 56. Amendment of the Articles of Incorporation shall be made by a resolution of two-thirds or more of the total number of voting rights held by Regular Member at the General Assembly.

(Dissolution)

Article 57. This Association shall be dissolved by a resolution of two-thirds or more of the total number of voting rights held by Regular Members at the General Assembly.

(Liquidator)

Article 58. Should this Association be dissolved, except in cases of merger or bankruptcy, Representative Director shall serve as liquidator.

(Assignment of Residual Assets)

Article 59. In the event that this Association is dissolved, the remaining assets after repayment of debts shall be donated to the juridical person set forth in item (xvii) of Article 5 of the Act on Authorization of Public Interest Incorporated Associations and Public Interest Incorporated Foundations, or to the national or local governments upon resolution at the General Assembly.

Chapter 11. Supplementary Provisions

(Secretariat)

Article 60. This Association shall establish a Secretariat which shall be responsible for preparing the minutes of the General Assembly and Board of Directors meetings, preparing commercial books and other administrative work relating to the activities of this Association.

2. The Secretariat shall have a Secretary General. The Secretary General and Secretariat personnel shall be determined by resolution of the Board of Directors. Under the direction and command of the Board of Directors, the Secretary General shall supervise the operations of the Secretariat. The Secretary General shall be selected from among the Directors and shall receive no remuneration.
3. The organization and operation of the secretariat shall be separately set forth in the Detailed Regulations.

(Inspection of Documents)

Article 61. Members of this Association may request that the Representative Director allow them to

inspect or copy the Articles of Incorporation and other regulations set forth by the Board of Directors, the member list, the financial statements and related documents and audit reports for the most recent fiscal year, the minutes of the General Assembly, and written consents in lieu of a General Assembly.

(Executive Advisor and Senior Advisor)

Article 62. The Association may appoint a small number of Executive Advisors and Senior Advisors.

2. Executive Advisors and Senior Advisors shall be appointed by Representative Director by resolution of the Board of Directors from among those deemed capable of providing guidance and activities from a highly professional standpoint in the operation of this Association.
3. Executive Advisors shall carry out the duties entrusted by the Board of Directors, in addition to expressing their opinions upon the consultation of Board of Directors. Executive Advisors may attend the General Assembly, the Board of Directors, or any other meetings held by this Association to state his/her opinions.
4. Senior Advisors shall respond to the consultation of the Board of Directors and provide their reference opinions on the matters consulted by the Board of Directors. Senior Advisors may attend the General Assembly, the Board of Directors or any other meetings held by this Association to state his/her opinions.
5. The term of office of Executive Advisors and Senior Advisors shall be until the Ordinary General Assembly of this Association for the fiscal year ending within one (1) year after assuming office. Provided, however, that this shall not preclude the reappointment.
6. Executive Advisors and Senior Advisors shall receive no remuneration.
7. Executive Advisors and Senior Advisors may be dismissed by a resolution of the Board of Directors.

(Enforcement Regulations)

Article 63. The matters necessary for the enforcement of these Articles of Incorporation shall be separately determined by a resolution of the General Assembly or the Board of Directors.

(Others)

Article 64. All other matters not stipulated in these Articles of Incorporation shall be governed by the Act on General Incorporated Associations and General Incorporated Foundations and other relevant laws and regulations.

Article 65. (deleted)