10. Notwithstanding the provisions of paragraph 5 of Article 13 of the Convention,

a) Where

(i) a Contracting State (including, for this purpose in the case of Japan, the Deposit Insurance Corporation of Japan) provides, pursuant to the laws of that Contracting State concerning failure resolution involving imminent insolvency of financial institutions, substantial financial assistance to a financial institution that is a resident of that Contracting State, and

(ii) a resident of the other Contracting State acquires shares in the financial institution from the first-mentioned Contracting State,

the first-mentioned Contracting State may tax gains derived by the resident of the other Contracting State from the alienation of such shares, provided that the alienation is made within five years from the first date on which such financial assistance was provided.

b) The provisions of subparagraph a) shall not apply if the resident of that other Contracting State acquired any shares in the financial institution from the first-mentioned Contracting State before the entry into force of the Convention or pursuant to a binding contract entered into before the entry into force of the Convention.

11. With reference to Article 15 of the Convention, the term "a member of the board of directors of a company" includes a member of the supervisory board (conselho fiscal) or another similar organ of a company which is a resident of Portugal, as foreseen in the corporate law (Código das Sociedades Comerciais).

12. With reference to paragraph 5 of Article 24 of the Convention:

a) the provisions of paragraph 5 of Article 24 of the Convention shall apply only to a case covered by Article 9 of the Convention;

b) notwithstanding the provisions of subparagraph a) of this paragraph, if Portugal concludes a bilateral agreement for the avoidance of double taxation with another state on the broader scope of the provisions of arbitration after the entry into force of the Convention, then the provisions of paragraph 5 of Article 24 of the Convention shall apply to a case within the same broader scope from the thirtieth day after the date of receipt of the notification as referred to in subparagraph c) of this paragraph, provided that the presentation as referred to in subparagraph b) of paragraph 5 of Article 24 of the Convention is made on or after that thirtieth day;

c) Portugal shall send Japan through diplomatic channels without delay the notification confirming the entry into force of such an agreement.

13. With reference to paragraph 5 of Article 24 of the Convention:

a) The competent authorities shall by mutual agreement establish a procedure in order to ensure that an arbitration decision will be implemented within two years from a request for arbitration as referred to in paragraph 5 of Article 24 of the Convention unless actions or inaction of a person directly affected by the case presented pursuant to that paragraph hinder the resolution of the case or unless the competent authorities and that person agree otherwise.

b) An arbitration panel shall be established in accordance with the following rules:

(i) An arbitration panel shall consist of three arbitrators with expertise or experience in international tax matters.

(ii) Each competent authority shall appoint one arbitrator who may be its national. The two arbitrators appointed by the competent authorities shall appoint the third arbitrator who serves as the chair of the arbitration panel in accordance with the procedures agreed by the competent authorities.