

CORPORATE GOVERNANCE

Basic Approach to Corporate Governance

The Company regards corporate governance as a critical mechanism to fulfill the senior management team's mission in a manner befitting shareholders' trust. This mission is based on Our Purpose (from the Fujitsu Way), and enables a form of business management that, rather than pursuing short-term profits, earns the trust of customers and business partners, motivates employees to work with vitality and pride, and contributes to society. Through such business management, the Company will grow and enhance corporate value over the medium to long term.

Structural Framework

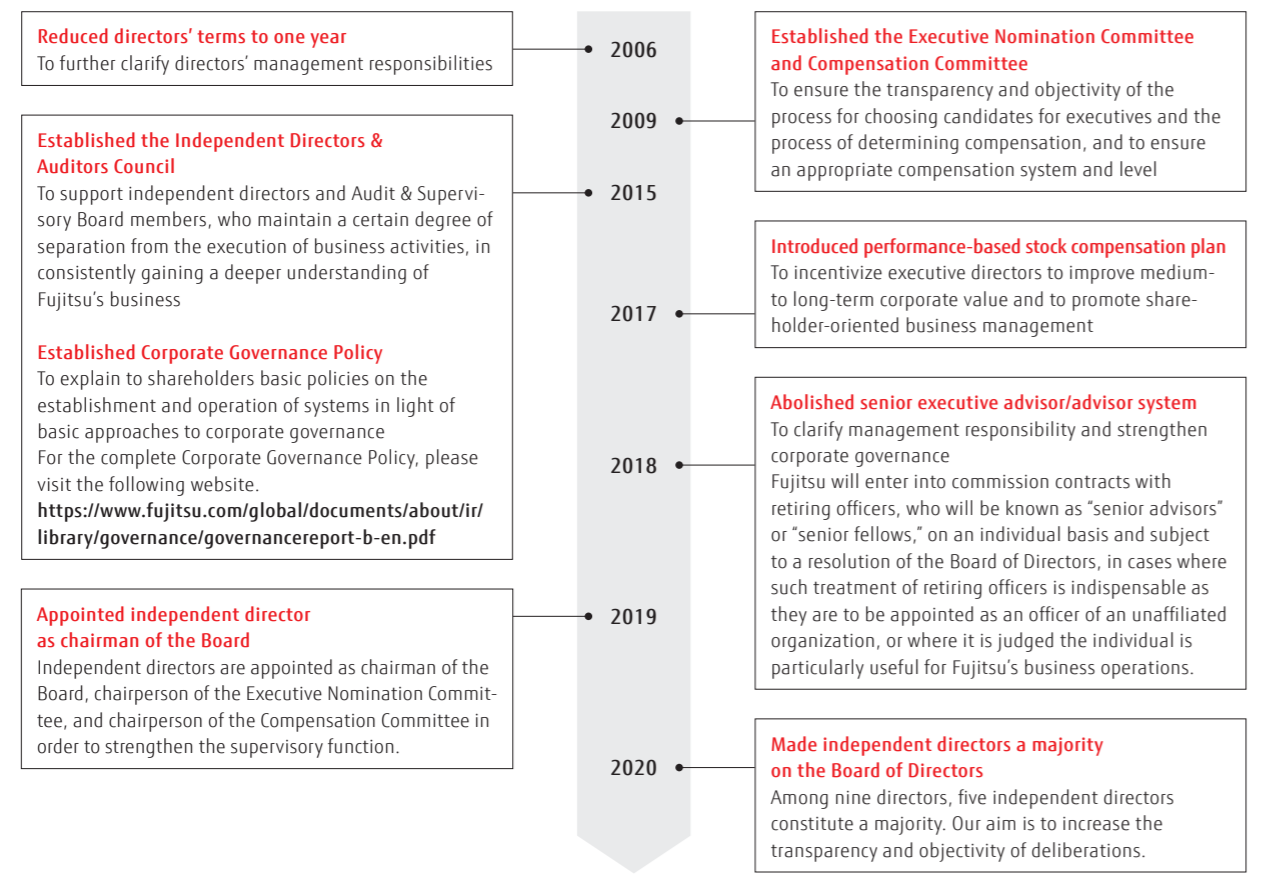
The Company endeavors to ensure that the oversight and advice from the diverse perspectives of non-executive directors (the term used for the combination of independent directors and non-executive directors appointed from within the Company) are reflected in the management execution of executive directors, as part of the Board of Directors' function while leveraging the advantages of a company with an Audit & Supervisory Board system. (For the specific measures, please see "1. Overview of Corporate Governance Structure.")

Based on a decision made by the Board of Directors in December 2015, the Company has established a basic policy, "Corporate Governance Policy," summarizing its approach to corporate governance.

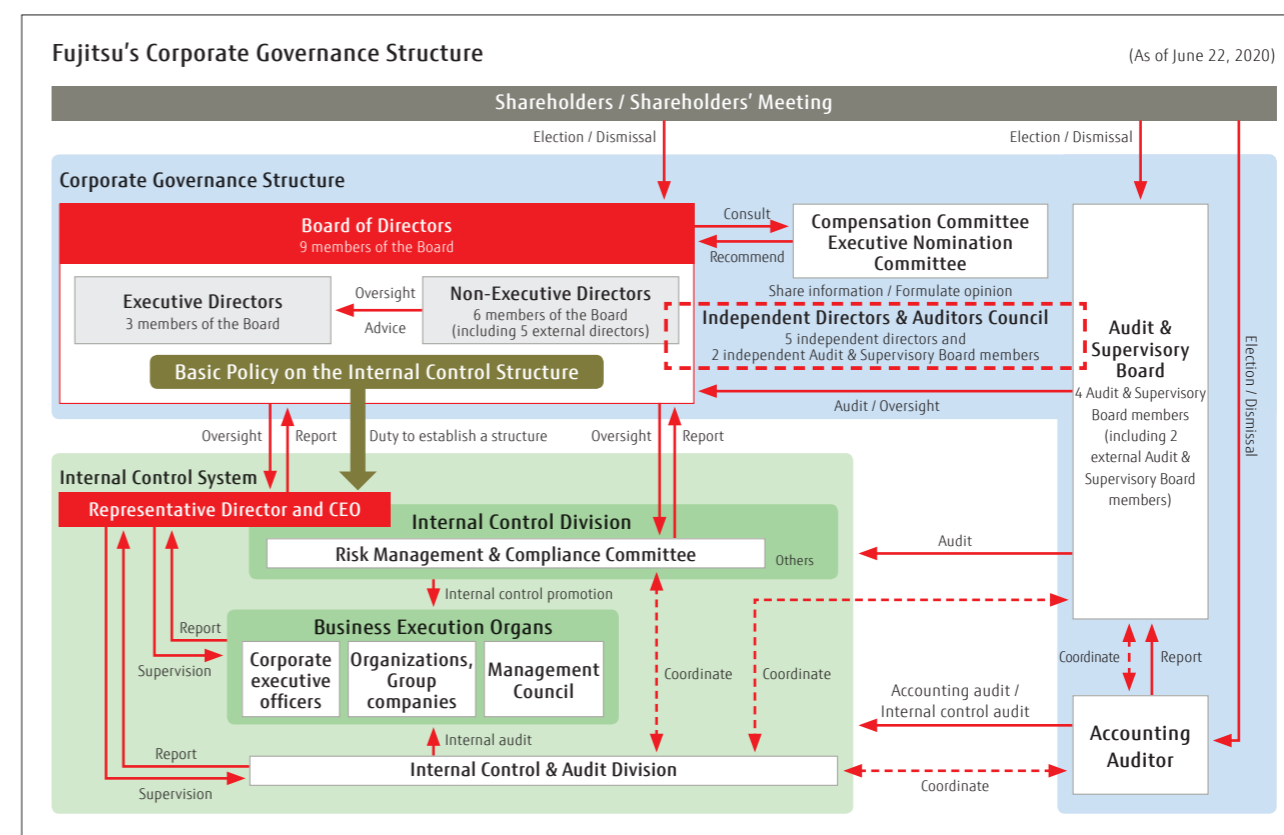
<https://www.fujitsu.com/global/documents/about/ir/library/governance/governancereport-b-en.pdf>

In addition, for details on corporate governance, please visit the Fujitsu website (About Fujitsu > Sustainability > Corporate Governance): <https://www.fujitsu.com/global/about/csr/governance/>

Initiatives Taken to Strengthen Corporate Governance



1. Overview of Corporate Governance Structure



Roles and Composition of Key Boards, Committees, and Councils

Board of Directors	<ul style="list-style-type: none"> Serves as a body for making important decisions and overseeing management Mainly oversees and acts in an advisory capacity in relation to the management execution of executive directors Non-executive directors at least the same in number as executive directors At least one non-executive director appointed from within the Company Proactive appointment of independent directors to the position of non-executive director One-year term of office for directors As of June 22, 2020, the Board of Directors is composed of nine members, of whom three are executive and six are non-executive directors (including five external directors). The Board of Directors is chaired by an independent director.
Audit & Supervisory Board	<ul style="list-style-type: none"> From an independent position, audits and provides oversight of the Board of Directors as well as management execution functions and conducts accounting audits Four-year term of office for Audit & Supervisory Board members As of June 22, 2020, the Audit & Supervisory Board comprises four members, of whom two are full-time Audit & Supervisory Board members and two are external Audit & Supervisory Board members.
Executive Nomination Committee and Compensation Committee	<ul style="list-style-type: none"> Serve as advisory bodies to the Board of Directors The Executive Nomination Committee deliberates on candidates for director and Audit & Supervisory Board member positions in accordance with the Structural Framework of the Corporate Governance Structure and the Procedures and Policy of Directors' and Auditors' Nomination/Dismissal stipulated in the Company's Corporate Governance Policy, and submits recommendations to the Board of Directors. The Compensation Committee submits recommendations on the level of base compensation and the method for calculating performance-based compensation to the Board of Directors in accordance with the Procedures and Policy of Directors' and Auditors' Nomination/Dismissal stipulated in the Company's Corporate Governance Policy. As of July 30, 2020, both committees are composed of three independent directors. (For details on committee members, please see "Members of the Board of Directors and Audit & Supervisory Board" on page 58.) As of July 30, 2020, both committees are chaired by independent directors.
Independent Directors & Auditors Council	<ul style="list-style-type: none"> Serves as a framework under which independent directors and independent Audit & Supervisory Board members share information and further their understanding of the Company's businesses Is composed of all of the independent directors and independent Audit & Supervisory Board members

2. External Directors / External Audit & Supervisory Board Members

Independence Standards for External Directors and Auditors

The Company evaluates the independence of external directors and auditors based on the following standards.

- a** A director and Audit & Supervisory Board member will be independent if none of the following are met, at present and/or in the past:
- (1) Director or employee of one of Fujitsu Group companies*¹;
 - (2) Director, executive officer, Audit & Supervisory Board member, or important employee*² of a major shareholder*³ of Fujitsu;
 - (3) Director, executive officer, Audit & Supervisory Board member, or important employee*² of a major lender*⁴ to Fujitsu;
 - (4) Partner or employee of accounting auditor company of Fujitsu;
 - (5) Director, executive officer, Audit & Supervisory Board member, or corporate executive officer mutually exchanged between Fujitsu and other company;
 - (6) A person who receives a significant amount of monetary benefits*⁵ or other property other than the compensation as a director or Audit & Supervisory Board member from Fujitsu; or
 - (7) Director, executive officer, Audit & Supervisory Board member, or important employee*² of a major business partner*⁶ of Fujitsu.

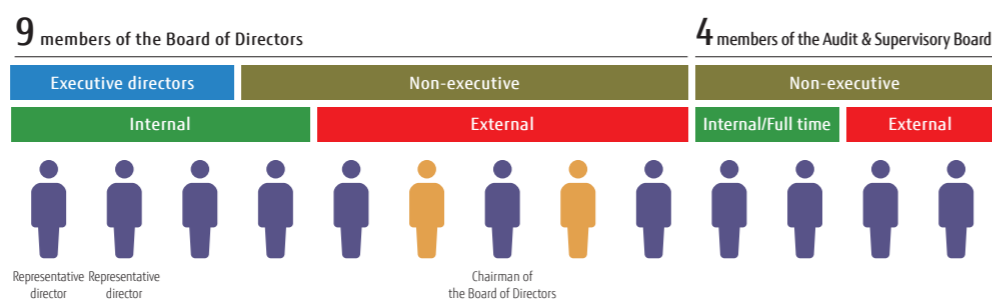
- (2) Director, executive officer, Audit & Supervisory Board member, or important employee*² of a major shareholder of Fujitsu;
- (3) Director, executive officer, Audit & Supervisory Board member, or important employee*² of a major lender to Fujitsu;
- (4) Partner or employee of accounting auditor company of Fujitsu;
- (5) Director, executive officer, Audit & Supervisory Board member, or corporate executive officer mutually exchanged between Fujitsu and other company;
- (6) A person who receives a significant amount of monetary benefits or property other than the compensation as a director or Audit & Supervisory Board member from Fujitsu; or
- (7) Director, executive officer, Audit & Supervisory Board member, or important employee*² of a major business partner of Fujitsu.

*1 "Fujitsu Group companies" means Fujitsu Limited and its subsidiaries.
 *2 This excludes the independent directors and the independent Audit & Supervisory Board members of said major shareholders, lenders to the Company, and business partners of the Company.
 *3 "Major shareholder" indicates a shareholder who holds at least 10 percent of the voting rights of Fujitsu nominally or substantially.
 *4 "Major lender" indicates a lender in the Group's major lenders listed in the latest business report of Fujitsu.
 *5 "Significant amount of monetary benefits" means the sum of annual compensation for expert services and a donation equal to or more than ¥10 million.
 *6 "Major business partner" means a company with which Fujitsu Group companies made a business transaction within the preceding three fiscal years, and the total amount of the transaction exceeded 1% of consolidated sales revenue of either Fujitsu or that company.
 *7 "Close relative" means a family member, spouse, or cohabiter within the second degree of kinship (as stipulated in the Civil Code of Japan).
 *8 This condition applies only when judging the independence of Fujitsu's independent Audit & Supervisory Board member or a nominee thereof.

- b** A person who does not have a close relative*⁷ will be independent, wherein a close relative meets one of the following, at present or at any time within the preceding three years:
- (1) Executive director, non-executive director,*⁸ or important employee of Fujitsu Group companies;

Members of the Board of Directors and Audit & Supervisory Board (As of July 30, 2020)

Male Female



	Takahito Tokita	Hidenori Furuta	Takeshi Isobe	Masami Yamamoto	Jun Yokota	Chiaki Mukai	Atsushi Abe	Yoshiko Kojo	Scott Callon	Youichi Hirose	Megumi Yamamuro	Koji Hatsukawa	Hideo Makuta
Executive Nomination Committee					Chairperson	Chairperson							
Compensation Committee					Chairperson	Chairperson							
Independent Directors & Auditors Council					Chairperson	Chairperson							

Appointment of External Directors and Auditors





Fujitsu actively appoints external directors and auditors to increase management transparency and further improve efficiency.

Fujitsu determines independence based on the independence standards stated above. All external directors and auditors have been registered with and accepted as

independent directors and Audit & Supervisory Board members by the financial instruments exchanges on which Fujitsu is listed in Japan.

Fujitsu's views on the roles, functions, and specific appointed statuses of external directors and external Audit & Supervisory Board members are as follows:

External Directors

 Jun Yokota	Mr. Jun Yokota is an expert in international economic negotiations and brings a global perspective to political and economic discussion, having served as Japan's ambassador to Israel and Belgium, and as Special Representative of the Government of Japan in charge of the Japan-EU Economic Partnership Agreement negotiations. Since becoming the chairman of the Executive Nomination Committee in 2019, he has been leading discussions on the qualifications required for candidates for director with the aim of optimizing the composition of the Company's Board of Directors. The Company expects Mr. Yokota to continue to be able to provide oversight and advice as an external director from a fair and objective global perspective based on his past experiences. Mr. Yokota has never been a major shareholder, nor has he held a position involved in business execution of a major business partner of the Company. Therefore, Fujitsu considers Mr. Yokota to be independent.
 Chiaki Mukai	Dr. Chiaki Mukai has an impressive personal history as a doctor who became Asia's first female astronaut, and she exemplifies the Company's spirit of taking on challenges at the cutting edge of science. She led discussions on executive compensation in her capacity as the chairperson of the Compensation Committee. The Company expects that she will continue to be able to provide oversight and advice as an external director from a fair and objective global perspective based on broad knowledge of science and technology. Fujitsu and Academic Corporation Tokyo University of Science, which operates the Tokyo University of Science where Dr. Mukai serves as vice president, had business transactions in fiscal 2019 amounting to approximately ¥13 million. Taking into account the scale of our sales, the amount of transactions is immaterial and does not constitute a conflict of interest. Therefore, Fujitsu considers Dr. Mukai to be independent.
 Atsushi Abe	Mr. Atsushi Abe has gained a deep understanding of the ICT industry and mergers and acquisitions through many years of experience in investment banking and private equity. Since he became chairman of the Board of Directors in 2019, he has been managing proceedings objectively from his perspective as an investor gained through his experience to date and dialogues with institutional investors and has been leading discussions on the aforementioned. The Company expects that, in addition to being able to provide oversight and advice as an external director from a shareholder and investor perspective, Mr. Abe will continue to contribute to timely and decisive management decision making. Mr. Abe has never been a major shareholder, nor has he held a position involved in business execution of a major business partner of the Company. Therefore, Fujitsu considers Mr. Abe to be independent.
 Yoshiko Kojo	Dr. Yoshiko Kojo served in important positions, including the president of the Japan Association of International Relations, and her research has for many years focused mainly on the impact of economic entities, including private companies, on international politics. The Company expects that she will be able to provide extensive advice and oversight as an external director concerning the Company's responses to change in the external environment during a dramatic transition of international politics and with regard to initiatives for SDGs based on her deep insight. Dr. Kojo has never been a major shareholder, nor has she held a position involved in business execution of a major business partner of the Company. Therefore, Fujitsu considers Dr. Kojo to be independent.
 Scott Callon	Previously, Mr. Scott Callon worked at a foreign-affiliated securities firm. Currently, he serves as the chief executive officer of Ichigo Asset Management, Ltd., an independent investment advisory firm specializing in Japanese equity investment. He has garnered experience in conducting dialogues with investee companies as an institutional investor. From his past experience, the Company expects Mr. Callon to be able to provide oversight and advice from a shareholder and investor perspective and has designated him as an external director. Fujitsu and Japan Display Inc., where Mr. Callon is chairman and representative director, had business transactions in fiscal 2019 amounting to approximately ¥330 million. Taking into account the scale of our sales, the amount of transactions is immaterial and does not constitute a conflict of interest. Additionally, Ichigo Trust Pte. Ltd., which jointly holds voting rights with Ichigo Asset Management, Ltd., where Mr. Callon serves as chief executive officer, is our principal shareholder, although it does not fall under major shareholders stipulated in our independence standards. As he has never held a position involved in business execution of a major business partner of the Company, Fujitsu considers Mr. Callon to be independent.

External Audit & Supervisory Board Members

Koji Hatsukawa	Mr. Koji Hatsukawa has been appointed as an external Audit & Supervisory Board member because he has a wealth of auditing experience at global corporations as a certified public accountant and broad knowledge of corporate accounting. PricewaterhouseCoopers Aarata (currently, PricewaterhouseCoopers Aarata LLC), where Mr. Hatsukawa served as CEO, has not performed accounting audits for Fujitsu. Fujitsu and PricewaterhouseCoopers Aarata had business transactions in fiscal 2019 amounting to approximately ¥60 thousand. Taking into account the scale of our sales, the amount of transactions is immaterial and does not constitute a conflict of interest. Therefore, Fujitsu considers Mr. Hatsukawa to be independent.
Hideo Makuta	Mr. Hideo Makuta has been designated as an external Audit & Supervisory Board member because he has profound insight into not only legal but also economic and social matters affecting corporate management, gained through his career as a public prosecutor and as a commissioner of the Japan Fair Trade Commission. Therefore, Fujitsu considers him to be independent.

Systems for Ensuring the Effectiveness of the Board of Directors

In enhancing the effectiveness of the Board of Directors, the Company has focused on creating a system under which non-executive directors function effectively. Specifically, the Company believes it essential to establish a system that enables independent directors and Audit & Supervisory Board members, who maintain a certain degree of separation from the execution of business activities, to consistently gain a deeper understanding of the Company's business. The Independent Directors & Auditors Council convenes on multiple occasions each year (eight times in fiscal 2019), and its members share information and exchange viewpoints so that each member can formulate their own opinions. In fiscal 2019, agenda items discussed by the council included Management Direction, human resources development, and the scope of business of the Company and the Group, and independent directors and Audit & Supervisory Board members formed opinions in light of information sharing and exchanges of opinion among the council members. In particular, the Independent Directors & Auditors Council discussed Management

Direction and strategies and their principal attendant measures for growth on multiple occasions. Moreover, to facilitate the operation of the Independent Directors & Auditors Council, the Company established the Independent Directors & Auditors Council Support Office in 2015. Under this system, one junior employee is assigned to support each council member so that they are able to acquire information through the support of these employees without requiring the mediation of the management execution team.

With respect to the operation of the Board of Directors, important agenda items that have been deliberated at meetings of the Board of Directors and which have a particularly significant impact on the Company are compiled into a list of matters whose progress is to be continuously monitored, and the Board of Directors receives reports based on this list as required. Also, in June 2019 Independent Director Atsushi Abe was appointed chairman of the Board of Directors, and redoubled efforts are being made to strengthen management oversight functions and to cultivate deliberations in which transparency and objectivity are ensured.

3. Policy for Deciding Executive Compensation

To ensure a more highly transparent executive compensation system, Fujitsu established the Compensation Committee by a resolution of the Board of Directors at a meeting held in October 2009. The compensation of directors and Audit & Supervisory Board members is determined based on the following Executive Compensation Policy, which the Board of Directors revised in light of a report received from the Compensation Committee.

Executive Compensation Policy

To secure exceptional human resources required to manage the Fujitsu Group as a global ICT company, and to further strengthen the link between its financial performance and shareholder value, while at the same time improving its transparency, Fujitsu establishes its Executive Compensation Policy as follows.

Executive compensation includes "Base Compensation," specifically a fixed monthly salary in accordance with position and responsibilities; "Bonuses," which are compensation linked to short-term business performance; and "Performance-based Stock Compensation," which is a long-term incentive that emphasizes linkage with shareholder value.

Base Compensation

Base compensation is paid to all directors and Audit & Supervisory Board members. A fixed monthly amount shall be determined for each executive in accordance with the position and responsibilities of each executive.

Bonuses

- Bonuses shall be paid to directors who carry out executive responsibilities. The bonus amount shall reflect business performance in the respective fiscal year.
- As a specific method for calculating a bonus, Fujitsu shall adopt an "On Target" model that uses consolidated revenue and consolidated operating profit as indicators, and the amount shall be determined in accordance with the degree of achievement of the performance targets for the respective fiscal year.

Performance-based Stock Compensation

- Performance-based stock compensation shall be granted to directors who are responsible for the execution of duties to share gains with shareholders and to help enhance the Company's medium- to long-term performance.
- Base numbers of shares for respective ranks, a performance evaluation period (three years), medium- to long-term performance targets based on consolidated revenue and consolidated operating profit, and coefficients corresponding to degrees of achievement of these performance targets shall be set in advance. Base numbers of shares shall be multiplied by coefficients corresponding to degrees of achievement of performance targets. After the number of shares for each fiscal year has been calculated, the total number of shares shall be allocated upon completion of the performance evaluation period.

(Reference) Executive Compensation Items and Payment Recipients

Recipient	Base Compensation		Bonuses	Performance-based Stock Compensation
	For Management Oversight	For Management Execution		
Non-executive directors	✓	—	—	—
Executive directors	✓	✓	✓	✓
Audit & Supervisory Board members		✓	—	—

4. Policy for Strategic Shareholdings

The Company holds only those strategic shares with clear-cut objectives and meaningful significance in a positive manner. Board of Directors' meetings examine the weighted average capital cost of the Company as the standard to evaluate quantitatively whether returns (quantitative factors, such as dividends and the state of transactions), or risks are well balanced with the cost. If quantitative significance in shareholdings is not detected, Board of Directors' meetings will further evaluate whether there is a qualitative reason that provides backing for reasonableness to still hold those shares

and discuss the continuation of such holdings. For fiscal 2019, the Company sold 53 issues, and the Board of Directors' meeting, held on June 18, 2020, discussed strategic shareholdings held by the Company as of the end of fiscal 2019.

The Company deals with strategic shareholders on an equal footing just like with other business partners. Even when strategic shareholders indicate their sales of shares, we do not prevent them from selling them. That said, we sometimes call upon them to consider the timing of the sales or ways of selling their shares.

5. Views and Policies for Group Management and Measures to Ensure the Effectiveness of Corporate Governance

Fujitsu manages the Fujitsu Group with the aim of achieving continuous growth and the generation of medium- to long-term corporate value of the entire Group while also urging each Group company to realize its potential to the maximum extent possible.

For some subsidiaries, we publicly list them with the aim of further improving their business value through diversification of the capital procurement necessary for sustainable growth and enhancing the value of the entire Group. By publicly listing subsidiaries, it is possible to focus on investment in specific businesses rather than just in the Group as a whole, thus contributing to diversifying investment opportunities. As there are some concerns regarding the possibility of a conflict of interest with minority shareholders and our publicly listed subsidiaries, we respect the independence of their management and make efforts to provide advice and support to enhance the corporate value of relevant subsidiaries by holding reporting sessions on an as-needed basis. To further promote our policies for Group management, we established a department in February 2020 as a corporate function that specializes in formulating and conducting plans and measures for the most suitable group formation and corporate governance, thus handling the management of the Group including listed subsidiaries.

Our policy is to turn non-core listed companies into strong independent businesses. We will consider their independence from the following perspectives: ensuring sustainable growth of the relevant business, maximizing the Company's asset value, and considering the best timing for independence.

Measures to Ensure the Effectiveness of Corporate Governance

Fujitsu understands that our publicly listed subsidiaries make efforts to enhance corporate governance and provides support for these efforts. We recommend our listed subsidiaries become a Company with an Audit and Supervisory Committee to strengthen corporate governance. Accordingly, all listed subsidiaries are ensured their independence by appointing independent directors and directors dispatched from the Company to help maximize their corporate value.

6. Status of Internal Audits, Accounting Audits, and the Internal Control Division

Internal Audit and Accounting Audit Systems

Audits Conducted by Audit & Supervisory Board Members

The Audit & Supervisory Board primarily conducts examinations of the appropriateness of audit policy and plans as well as the audit method of the accounting auditor and the appropriateness of the audit results as well as receiving reports from the Internal Audit Division and conducting examinations of reports on important items submitted by full-time Audit & Supervisory Board members to external Audit & Supervisory Board members.

Further, the activities of Audit & Supervisory Board members include attending and stating opinions at meetings of the Board of Directors, meetings of the Independent Directors & Auditors Council, and other important meetings; reviewing important approval documents; conducting exchanges of opinions with the representative director; auditing the operations of headquarters and subsidiaries; exchanging information with the corporate auditors of subsidiaries; receiving reports from the accounting auditor; receiving reports from the Internal Audit Division on the progress and results of audits; and receiving reports from the Compliance Division on the status of in-house whistleblowing.

The full-time Audit & Supervisory Board member Mr. Youichi Hirose has extensive knowledge of finance and accounting issues and many years of experience in the Company's finance and accounting divisions, having served as the head of the Company's Corporate Finance Unit. The full-time Audit & Supervisory Board member Mr. Megumi Yamamuro has many years of experience in the legal profession, and is an expert in corporate law, including the Companies Act, and domestic and overseas compliance measures. (For overviews of the professional backgrounds of external Audit & Supervisory Board members, please see "Appointment of External Directors and Auditors" on page 59.)

Internal Audits

The Internal Audit Division serves as an internal audit group. This division audits the internal affairs of the entire Fujitsu Group in cooperation with the internal audit groups of each Group company and reports audit results to the representative director and CEO. The Internal Control & Audit Division reports once a month, as a rule, to full-time members of the Audit & Supervisory Board on auditing plans for and results of internal audits, including matters relating to Group companies, and makes regular reports once every quarter, as a rule, to the Audit & Supervisory Board and accounting auditor.

The Internal Control & Audit Division includes a significant number of employees with specialist internal auditing knowledge, including certified internal auditors (CIA), certified information systems auditors (CISA), and certified fraud examiners (CFE).

Accounting Audits

The accounting auditor, Ernst & Young ShinNihon LLC, reports to the Audit & Supervisory Board concerning the auditing plans and results. The accounting auditor also conducts an exchange of opinions when needed and carries out coordinated audits.

Internal Control System Internal Control Division

Based on the Basic Policy on Establishing an Internal Control Structure, the Risk Management & Compliance Committee maintains and operates risk management systems, compliance systems, and internal control structures related to financial reporting and executes duties regulated under the basic policy. The status of operation of the internal control system is periodically reported to the Board of Directors.

7. Review of Corporate Governance in Fiscal 2019

The Fujitsu Group is strengthening its corporate governance to ensure a sustainable increase in corporate value. Here, we report on the status of this initiative in fiscal 2019.

Number of Meetings of Key Boards and Committees

Board of Directors' meetings (including extraordinary meetings)	Audit & Supervisory Board meetings	Attendance of external directors at Board of Directors' meetings
13 (1)	9	100% Mr. Jun Yokota: 100%; Dr. Chiaki Mukai: 100%; Mr. Atsushi Abe: 100%; Dr. Yoshiko Kojo: 100%
Attendance of external Audit & Supervisory Board members at Board of Directors' meetings	Attendance of external Audit & Supervisory Board members at Audit & Supervisory Board meetings	
100% Mr. Megumi Yamamuro: 100%; Mr. Hiroshi Mitani: 100%; Mr. Koji Hatsukawa: 100%	96.3% Mr. Megumi Yamamuro: 100%; Mr. Hiroshi Mitani: 100%; Mr. Koji Hatsukawa: 88.9%	

Details of Remuneration

Position	Number of Recipients	Remuneration Type			Total Amount of Compensation
		Base Remuneration	Bonuses	Performance-based Stock Compensation	
Directors (Internal)	7	¥314 million	¥108 million	¥55 million	¥478 million
External directors	4	¥71 million	—	—	¥71 million
Audit & Supervisory Board members (Internal)	2	¥72 million	—	—	¥72 million
External Audit & Supervisory Board members	3	¥45 million	—	—	¥45 million

Notes: 1. The above includes directors and Audit & Supervisory Board members who resigned in fiscal 2019.
2. The limit on monetary compensation to directors (including external directors) was resolved to be ¥600 million per year at the 106th Annual Shareholders' Meeting held on June 23, 2006; the limit on non-monetary compensation to directors was resolved to be ¥300 million per year; and the total number of shares of common stock of the Company to be allocated was resolved to be within 430,000 shares per year at the 117th Annual Shareholders' Meeting held on June 26, 2017. The limit on compensation to Audit & Supervisory Board members (including external Audit & Supervisory Board members) was resolved to be ¥150 million per year at the 111th Annual Shareholders' Meeting held on June 23, 2011. The Company is paying the compensation shown in the above table, which is within these limits.
3. Performance-based stock compensation shows the amount that was recorded as expenses in the fiscal year ended March 31, 2020.

Evaluation of the Effectiveness of the Board of Directors

To maintain and enhance the effectiveness of the Board of Directors, the Company has included annual evaluations of the Board of Directors in the Corporate Governance Policy.

Action taken in fiscal 2019 based on the evaluation of fiscal 2018

Arrangements were made following fiscal 2018 to help increase report efficiency, such as monthly results reports, which would enable the Board of Directors' meetings to spend more time on the discussion of matters that should be focused on. Additionally, independent directors and auditors continued to hold meetings of the Independent Directors & Auditors Council in an effort to facilitate exchange of information and formulation of opinions between them.

Fiscal 2019 evaluation method

In the evaluation of fiscal 2019, considering that Independent Director Abe took up the post of chairman of the Board of Directors, an anonymous questionnaire to assess the position was conducted in February 2020 to hear opinions from the members of the Board. Additionally, in June 2020, an anonymous questionnaire with a five-grade evaluation was conducted as an appraisal of the effectiveness of the Board of Directors as a whole. The opinions of each questionnaire were respectively reported in regularly scheduled meetings of the Board of Directors followed by discussions on the results. When discussing the evaluation of the effectiveness of the Board of Directors as a whole in June, evaluation of the Board of Directors of the Company from proxy advisory firms was also reported.

Fiscal 2019 evaluation

- Although some improvements in materials for Board of Directors' meetings were observed, there is room for improvement in the method of information provided and the volume of the materials.
- It is important to further enhance opportunities to obtain information and to communicate outside of the Board of Directors' meetings, including the Independent Directors & Auditors Council. As a new initiative, following meetings of the Board of Directors and meetings of the Independent Directors & Auditors Council, private sessions primarily attended by independent directors and auditors should be held as required so that discussions, exchanges of opinion, and liaisons that were not fully accomplished at the meetings can be conducted, thereby enhancing communication among independent directors and auditors.
- With respect to those issues that, among the Group's important issues, should be deliberated in greater depth, it is important to continue and to strengthen initiatives that enable meetings of the Board of Directors to proceed in an effective, efficient manner that is premised on the prior utilization of the aforementioned opportunities.