Corporate Governance

Mazda is enhancing its corporate governance by working to increase management transparency and expedite decision making. The Company respects the intent of the Corporate Governance Code set by the Tokyo Stock Exchange and shall implement all of its principles. While working to build a good relationship with its stakeholders, including shareholders, customers, suppliers, the local community, and its employees, the Company shall strive to sustain growth and enhance its corporate value over the medium and long terms through transparent, fair, prompt, and decisive decision making and to continue to enhance its corporate governance.

The business environment surrounding the Company is undergoing rapid changes. In order to enable faster business decision making, further enhance discussion of management strategies, and strengthen supervisory functions of Board of Directors’ meetings, the Company transitioned to a Company with an Audit and Supervisory Committee structure through a resolution at the 153rd Ordinary General Meeting of Shareholders held on June 26, 2019.

Overview of the Corporate Governance Structure

<table>
<thead>
<tr>
<th>Directors (Excluding Directors who are Audit &amp; Supervisory Committee Members)</th>
<th>Number of Directors</th>
<th>Nine (seven inside directors, two outside directors), of whom one is a woman</th>
</tr>
</thead>
<tbody>
<tr>
<td>Term of Office</td>
<td>1 year</td>
<td></td>
</tr>
<tr>
<td>Incentives</td>
<td>Short-term: Performance-based remuneration Medium-to-long term: Remuneration in the form of stock options</td>
<td></td>
</tr>
<tr>
<td>Directors who are Audit &amp; Supervisory Committee Members</td>
<td>Number of Directors</td>
<td>Six (two inside directors, four outside directors), of whom one is a woman</td>
</tr>
<tr>
<td>Term of Office</td>
<td>2 years</td>
<td></td>
</tr>
<tr>
<td>Number of Directors on the Board</td>
<td>Number of Directors</td>
<td>15 (nine inside directors, six outside directors), of whom two are woman</td>
</tr>
<tr>
<td>Ratio of Outside Directors</td>
<td>40%</td>
<td></td>
</tr>
<tr>
<td>Ratio of Female Directors</td>
<td>13.3%</td>
<td></td>
</tr>
<tr>
<td>Independent Directors (filed with Tokyo Stock Exchange)</td>
<td>Six outside directors</td>
<td></td>
</tr>
<tr>
<td>Procedures in nominating, appointing, and dismissing officers, and determining their remuneration</td>
<td>Officer Lineup &amp; Remuneration Advisory Committee</td>
<td></td>
</tr>
<tr>
<td>Accounting Auditor</td>
<td>KPMG AZSA LLC</td>
<td></td>
</tr>
<tr>
<td>Adoption of executive officer system</td>
<td>Yes</td>
<td></td>
</tr>
</tbody>
</table>

Efforts to Improve Corporate Governance: Transition to a Company with an Audit and Supervisory Committee

Q. Why has the Company made the transition at this time?
With the automotive industry and the business environment surrounding the Company rapidly changing, we judged that we would be able to respond to changes more quickly and appropriately by transitioning to a Company with an Audit and Supervisory Committee structure, and that this would enhance corporate governance.

Q. What was the purpose of transitioning to a Company with an Audit and Supervisory Committee structure?
The aim was to enable faster business decision making and to further enhance discussion of management strategies and strengthen the supervisory functions of Board of Directors’ meetings.

Q. Specifically, how will the change enable faster decision making and strengthen the supervisory functions of the Board of Directors?
As a Company with an Audit and Supervisory Committee, the Board of Directors may delegate all or part of decision making for the execution of important business to directors, except where laws and ordinances require decisions to be made by the Board of Directors. This delegation enables faster and more flexible decision making and also allows the Board of Directors to focus discussion to a greater degree on management strategy and other important matters. Also, unlike the position of Audit & Supervisory Board members, members of the Audit & Supervisory Committee responsible for audits are directors. Accordingly, they have voting rights at Board of Directors’ meetings and directly participate in management decision making. We believe this strengthens the supervisory function of the Board of Directors.
**Introduction**

Mazda’s Board of Directors deliberates and makes decisions regarding the execution of important matters including fundamental business policies and management strategy. In addition, it supervises the execution of operations by individual directors. In order to enable quick and flexible decision making, a significant portion of important business execution decisions are delegated to the relevant management team in accordance with the provisions of the Articles of Incorporation. The president and other executive officers who have been delegated authority make decisions on these matters. The Board is made up of 15 directors, six of whom are highly independent outside directors.

**Audit & Supervisory Committee**

The Company’s Audit & Supervisory Committee audits the Board of Directors’ decision-making process and business execution through the execution of voting rights at Board of Directors’ meetings and the execution of its right to state opinions on personnel changes and remuneration of directors (excluding directors who are Audit & Supervisory Committee members) at the general meeting of shareholders. The Audit & Supervisory Committee is made up of six members, four of whom are highly independent outside directors.

**Executive Officers**

The Company has introduced an executive officer system. By separating execution and management, the effectiveness of the oversight of the Board of Directors is enhanced, and decision making is sped up through expanded debate by the Board of Directors and by delegating authority to executive officers. In this way, the Company is working to further managerial efficiency.

**Internal Audit Department**

In an effort to contribute to sound and efficient management, the Global Audit Department audits the appropriateness of the business activities of the Company or its Group companies. It also audits the appropriateness and effectiveness of internal control.

**Accounting Auditor**

Accounting audits are conducted by KPMG AZSA LLC, with whom the Company has concluded an audit contract. The certified public accountants who conducted the Company’s accounting audits have been working on the Company’s audits for less than seven years. Those assisting with the Company’s accounting audits include 15 certified public accountants, two public accountants with U.S. certification, and 19 others, four of whom have passed the certified public accountant examination.

**Officer Lineup & Remuneration Advisory Committee**

The Company has established the Officer Lineup & Remuneration Advisory Committee, made up of three representative directors and six outside directors and chaired by a representative director, as an advisory body to the Board of Directors. The committee reports to the Board of Directors the results of its deliberation on matters such as officer lineup and policies regarding the selection and training of directors, as well as remuneration payment policies and the remuneration system and process based on those policies, which contribute to the Company’s sustainable growth and the raising of corporate value in the medium and long term.
Procedures in Nominating, Appointing, and Dismissing Officers, and Determining Their Remuneration

In order to enhance the transparency, fairness, and objectivity of the process for nominating and appointing executive officers and candidates for director and the remuneration of directors and executive officers, in 2015 the Company established an Officer Lineup Advisory Committee and Officer Remuneration Advisory Committee. In accordance with the transition to a Company with an Audit and Supervisory Committee, both committees were reorganized, and a new Officer Lineup & Remuneration Advisory Committee, chaired by a representative director, was established as an advisory body to the Board of Directors. The committee reports to the Board of Directors the results of its deliberation on matters such as officer lineup and policies regarding the selection and training of directors, as well as remuneration payment policies and the remuneration system and process based on those policies, which contribute to the Company’s sustainable growth and raising of corporate value in the medium and long term.

Policies on the Nomination, Appointment, and Dismissal of Officers

When nominating and appointing officers, under the basic premise that they are healthy both physically and mentally, the Company shall consider whether they have the proper attitude to fulfill the mandate of shareholders, customers, and other stakeholders, high ethical standards, the ability to take action, leadership qualities, and the experience and ability to carry out their duties as well as their professional and personal achievements. Candidates for director must have exceptional character, insight, ability, and a wealth of experience. The overall structure and balance of the Board must also be considered. The Company shall confirm that, in addition to the above, candidates for outside director meet the Company’s requirements for independence and have the time and energy necessary to properly fulfill their roles and responsibilities. Based on the advice of the Officer Lineup & Remuneration Advisory Committee, proposals on the nomination and appointment of officers shall be submitted to the Board.

Regardring the dismissal or other measures taken against an officer, in cases where an officer was found to have violated the rules, regulations, or Company statutes regarding their duties; in cases where an officer took an inappropriate action, thereby making them unqualified to serve as an officer; or in cases where circumstances emerged that made the appropriate execution of their duties difficult, a proposal to dismiss the officer in question shall be introduced to the Board of Directors based on the advice of the Officer Lineup & Remuneration Advisory Committee.

Policy on Remuneration of Officers

The remuneration of internal directors (excluding directors who are Audit & Supervisory Committee members) and executive officers consists of 1) a fixed amount of basic remuneration commensurate with their responsibilities, 2) performance-based remuneration determined at the end of the fiscal year in accordance with a designated standard and process after evaluating how much has been achieved toward goals set based on the business plan, and 3) compensation in the form of stock options under a system introduced to incentivize contributions toward enhancing corporate value over the medium and long term and to share the benefits with shareholders. Considering their status independent from the execution of operations, outside directors and directors who are Audit & Supervisory Committee members shall receive a fixed amount of basic remuneration only.

Fiscal Year March 2019

(before transition to a Company with an Audit and Supervisory Committee)

<table>
<thead>
<tr>
<th>Category</th>
<th>People</th>
<th>Amount (Millions of yen)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Directors</td>
<td>11</td>
<td>702</td>
</tr>
<tr>
<td>Audit &amp; Supervisory Board members</td>
<td>6</td>
<td>109</td>
</tr>
<tr>
<td>Total (of which, outside auditors)</td>
<td>17 (6)</td>
<td>811 (65)</td>
</tr>
</tbody>
</table>

* The above number of persons includes one outside Audit & Supervisory Board member who retired on June 14, 2018 and one director who retired at the conclusion of the 152nd Ordinary General Meeting of Shareholders held on June 26, 2018.

Appointments of Outside Directors

<table>
<thead>
<tr>
<th>Outside Directors</th>
<th>Reasons for Appointment</th>
</tr>
</thead>
<tbody>
<tr>
<td>Kiyoshi Sato</td>
<td>Mr. Sato has rich expertise in the areas of sales and marketing at an electronics manufacturer. He has served in senior roles, such as representative director, president and CEO, and director and vice chairman of the board, and has rich experience and insight in corporate management.</td>
</tr>
<tr>
<td>Michiko Ogawa</td>
<td>Ms. Ogawa has detailed knowledge as an audio technology researcher at an electronics manufacturer. As an officer in charge of premium audio equipment, she engaged in brand re-establishment efforts, and possesses rich experience and insight into corporate management.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Outside Directors (Audit &amp; Supervisory Committee Members)</th>
<th>Reasons for Appointment</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ichiro Sakai</td>
<td>Mr. Sakai served as a prosecutor and attorney for many years, and has extensive experience in and knowledge of the legal profession.</td>
</tr>
<tr>
<td>Kunihiko Tamano</td>
<td>Mr. Tamano served as managing executive officer and assistant to the chief financial officer with a trading company. He has great knowledge of finance and accounting as well as extensive experience and insight into corporate management.</td>
</tr>
<tr>
<td>Akira Kitamura</td>
<td>Mr. Kitamura has held key posts at a financial institution, including representative director &amp; senior managing executive officer as well as chairman of the board and chief executive officer (representative director). He has great knowledge of finance and accounting and rich experience and knowledge of corporate management.</td>
</tr>
<tr>
<td>Hiroko Shibasaki</td>
<td>Ms. Shibasaki has many years of experience in the field of sales at a damage insurance company. In roles such as managing executive officer, she oversaw sales in Kyushu and Okinawa and gained rich experience and insight into corporate management.</td>
</tr>
</tbody>
</table>

* Based on its criteria for independence, the Company has determined that the Company’s outside directors have sufficient independence such that no risk of conflict of interest with general shareholders will result and has notified the Tokyo Stock Exchange that all six individuals are designated as independent directors. Please refer to the Corporate Governance Report for the Company’s criteria for the independence of an outside officer.
Analysis and Evaluation of the Board's Effectiveness

In order to steadily advance measures for the further enhancement of its efficiency, the Company's Board of Directors analyzed and evaluated the meetings conducted in fiscal year March 2019. The analysis and evaluation were conducted in May 2019, before the transition to a Company with an Audit and Supervisory Committee.

- Method of analysis and evaluation
  Based on a survey prepared by the Board's secretariat, all of the directors and members of the Audit & Supervisory Board evaluated the Board's effectiveness. After the results were compiled by the secretariat, an analysis of the current situation was shared at a Board meeting, and the ideal to be pursued and improvements were discussed.
  The survey primarily covered debate on the business strategy, debate on compliance and internal control, and the provision of information (the amount of information, materials, explanations, and support for outside directors) and involvement in the debate.

- Overview of the results
  It was found that members of the Board of Directors are properly involved in determining the Company's business strategy and share an understanding of its content, that the outside directors express their opinions from an independent perspective after gaining an understanding of the Company's situation by receiving explanations of resolutions in advance and other forms of support, and that the oversight function of the execution of operations has been ensured.
  Based on the previous survey (fiscal year March 2018), efforts were made to further enhance monitoring of important aspects of management strategy and other matters and to deepen debate on risks and returns.
  It was found that, as a result, there was some improvement, but it was also confirmed that there was a need to aim for further improvement.

Basic Strategy for Capital Policy

In order to enhance corporate value over the medium and long terms and build a solid financial foundation for stable, continued growth, the Company shall endeavor to reduce its interest-bearing debt and increase its equity capital.

The Company shall also endeavor to use its management resources effectively and enhance its capital efficiency.

With regard to shareholder returns, the Company shall endeavor to strengthen its financial foundation for a higher dividend payout ratio, with the payment of dividends based on performance as its basis.

Policy on Cross-Shareholdings

Taking into overall consideration the business strategy, the necessity to business activities such as maintaining and strengthening business dealings, and the economic rationality of cross-shareholdings, the Company shall have cross-shareholdings when it will lead to the enhancement of corporate value over the medium and long terms. If the purpose of cross-shareholdings is judged to have diminished, the Company shall have cross-shareholdings when it will lead to the purpose of cross-shareholdings.

Dialogue with Shareholders and Investors

For continued growth and enhancement of corporate value over the medium and long terms, the Company shall promote investor relations through the timely and appropriate disclosure of information to shareholders and investors and through constructive dialogue.

The officer who oversees finance shall have overall responsibility for dialogue with shareholders, and the officer in charge of finance and the financial planning department (investor relations department) shall be in charge. In order to enhance dialogue, they shall cooperate with departments in charge, including the Corporate Planning & Development Division and the Corporate Services Division, and create a framework for the proper provision of information.

In addition to general meetings of shareholders, the Company holds meetings with shareholders and investors to explain its quarterly business results, management, and other business activities. Mazda is working to increase opportunities for dialogue in such ways as holding business briefings for institutional investors, individual investors, and domestic and overseas securities analysts.

Mazda's website provides information including the schedule for general meetings of shareholders and financial results announcements, performance / financial data, notice of the general meeting of shareholders (business report), shareholders' reports (in Japanese only), summary of financial results, briefing materials for the financial results, asset securities reports (in Japanese only), annual reports, and the Corporate Governance Report as the Company shall endeavor to disclose information impartially and with a high degree of transparency.

Opinions from shareholders will be relayed to the Board of Directors or the management team as necessary by the officer in charge of finances. In dialogues with shareholders, insider information (undisclosed material facts) shall be handled appropriately in accordance with laws and regulations and internal regulations.

Initiatives to Invigorate General Meetings of Shareholders and Ensure the Smooth Exercise of Voting Rights

Date for general Meetings of Shareholders

General meetings of shareholders are held on dates that avoid concentrations of other companies' general meetings.

Exercise of voting rights

To improve convenience, voting by electromagnetic methods was introduced from the general meeting of shareholders held in June 2004.

Environment for exercise of voting rights for institutional investors

Mazda has participated in the electronic voting platform operated by ICJ Co., Ltd., for the exercise of voting rights by institutional investors from the general meeting of shareholders held in June 2008.

English convocation notice

An English version of the convocation notice is prepared as a reference for the exercise of voting rights.

Others

The convocation notice is mailed early and disclosed on Mazda's corporate website prior to mailing.

From the general meeting of shareholders held in June 2018, we introduced a service that enables shareholders to view convocation notices and related information, etc., and to access a website to exercise their voting rights on smartphones.
Internal Controls
Mazda has established the Mazda Corporate Ethics Code of Conduct, which states action guidelines for employees, the Finance Control Guideline for global financial control, and other guidelines. Based on these guidelines, each department develops rules, procedures, manuals, etc., to promote establishment of internal control.

For Group companies, cooperative systems have been established in accordance with the affiliate administration rules set by Mazda. The responsible department at Mazda supports training and system improvement for each Group company.

Risk Management
Mazda makes continuous efforts to identify and reduce various internal and external risks in accordance with the Basic Policy on Risk Management, Risk Management Regulations, and other related internal regulations, so as to ensure continuous and stable progress of business activities. Among the risks identified, considering the level of importance, individual business risks are managed by the department in charge of that business area, while Company-wide risks are handled by departments that carry out business on a Company-wide basis. These departments manage the risks appropriately, following the PDCA (plan–do–check–act) cycle.

In the event of an emergency, such as a natural disaster or situation that creates serious managerial consequences, Mazda takes appropriate measures in reference to its internal regulations, including establishing an emergency response taskforce when necessary.

In line with the medium-term action plan established in fiscal year March 2017, the Risk Compliance Committee has worked to further clarify the risks in the Company and its Group companies and to strengthen risk management. The committee has also ascertained the progress of these activities on a half-yearly basis. Its initiatives are periodically reported to the Board of Directors. In fiscal year March 2019, as in the previous year, the committee selected the common key issues to be addressed across the Mazda Group, from among the risks identified by each division, based on the confirmed results of the said risk management. Then, measures were put in place to deal with these key issues. Moreover, the committee enhanced education programs for division general managers as well as managers of Group companies.

Mazda is presently upgrading and expanding its business continuity plan (BCP) to avoid suspension of business that would extensively impact society.

Response to Accidents and Other Emergencies
Mazda has been systematically working to enhance both the “hardware” and “software” aspects of emergency readiness, in preparation for major earthquakes such as the expected Nankai Trough Earthquake and tsunami associated with them. Examples of such “hardware” and “software” measures include quake-proofing buildings and facilities, and raising embankments, as well as maintaining emergency-contact networks and organizing self-disaster-defense teams. Meanwhile, disaster drills are held annually both jointly with fire authorities and solely by Mazda’s self-disaster-defense teams, based on lessons learned from the Great East Japan Earthquake and other earthquakes that occurred in various parts of Japan. Mazda also introduced a system to confirm employees’ safety in the event of a large-scale disaster.

In fiscal year March 2019, the Company established a system for faster initial response in an emergency, with the aims of protecting human life and minimizing disaster damage, based on the experience
in the record rainfalls in July 2018. Mazda also further strengthened its collaboration system with local communities for disaster control, through the dispatching of fire engines in case of fire in the surrounding region and provision of drinking water, work gloves, and other relief supplies to the affected areas.

Information Security
Personal information and other important information are appropriately managed and protected based on the established information management policies and internal regulations, so as to ensure information security. To raise employees’ awareness about information security, Mazda requires its employees to execute training on the management of confidential information, protection of personal information, and IT security. When newly joining the Company, management of confidential information is covered in the introduction program, while e-learning is used for personal information protection and IT security training. Other continuous education efforts are also available, including an intranet site dedicated to information and knowledge on information security.

For companies in the Mazda Group, Mazda provides guidelines and educational tools regarding information security, realizing a Group-wide effort to ensure information security.

IT Security Management Rules
The IT security policy based on the BS 7799* framework has been established as IT security management rules, under which the mechanisms for security control and monitoring that should be incorporated into IT systems are determined. Whether such mechanisms are properly installed and operated is confirmed on both a regular and random basis.

* Standards on information security management established by the British Standards Institution (BSI), on which ISO/IEC 27001 & 27002, the current international standards for information security management, are based.

Risk Management in Collaboration with Suppliers: Upgrading and Expanding the Business Continuity Plan (BCP)
In the light of risk management, Mazda is presently upgrading and expanding its business continuity plan (BCP) to avoid suspension of business that would extensively impact society. The Company has introduced the “SCR Keeper,” a supply chain risk management system, to accelerate its initial response in the event of a disaster by promptly and thoroughly grasping information on the situation of operation sites. Also, initiatives are underway to promote disaster prevention and mitigation activities. Mazda had already completed risk inspections and made provisions against the expected Nankai Trough Earthquake and other large earthquakes. However, based on the experience in the torrential rains that hit western Japan in 2018, the Company started to further advance its disaster preparedness, including the inspection of supply chain risks with its scope of application broadened to cover heavy rain-related risks, and reinforcement of disaster prevention and mitigation measures in operation sites at high risk. Mazda will continue to enhance its BCP in cooperation with its suppliers.

Basic Policy on Intellectual Property
Mazda’s overall vision for intellectual property is to use intellectual property as a management resource in support of its business management and enterprise activities, based on respect for its own and others’ intellectual property.

Based on this vision, Mazda has established an Intellectual Property Property Committee to discuss and decide key items regarding intellectual property. The committee is comprised of division general managers from related divisions and chaired by an executive officer responsible for intellectual property issues.

Also, the invention incentive system increases motivation for inventions among employees working at the forefront of research and development.

For its Group companies in Japan and overseas, Mazda supports them in developing / implementing policies and establishing systems for handling intellectual property, with the aim of enhancing the intellectual property management functions of the entire Mazda Group.

Compliance
At Mazda, the concept of compliance applies not only to laws and regulations but also includes adherence to other rules such as internal guidelines and societal norms and expectations. Business operations are conducted in accordance with the Mazda Corporate Ethics Code of Conduct to ensure fair and honest practice. To promote highly transparent and fair transactions with all partner companies, Mazda established the Guidelines on Entertainment and Gifts, which prohibit giving / receiving bribes, receiving unjust benefits, etc.

These guidelines are revised as needed to cope with changes in the social environment, social needs, etc. Overseas as well, Mazda not only complies with international regulations and the laws of each country and region but also respects local history, culture, and customs.

The Global Employee Engagement Survey, which includes a questionnaire concerning compliance, is conducted to check the employees’ degree of understanding of compliance.

Compliance Promotion System

<table>
<thead>
<tr>
<th>Representative Director and President</th>
<th>Risk Compliance Committee</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mazda Global Hotline</td>
<td>Corporate Services Division</td>
</tr>
<tr>
<td>Reporting</td>
<td>Deliberation of handling</td>
</tr>
</tbody>
</table>

Departments within Mazda (Department / Group Managers - Persons in charge of compliance)

Mazda Group Companies
**BUSINESS MANAGEMENT SYSTEM**

**Directors and Officers (As of July 31, 2019)**

**Directors**

- **Masamichi Kogai**
  - Representative Director and Chairman of the Board
  - Number of shares held: 10,100
  - Joined the Company: Jun. 1997
  - Executive Officer, General Manager, Audioplanning Dept.
  - Director: Home Entertainment Business Division
  - Director: Mazda Motor Europe GmbH
  - Director and President: Mazda Motor Corporation
  - Representative Director and Chairman of the Board

- **Akira Marumoto**
  - Representative Director
  - Number of shares held: 10,200
  - Joined the Company: Apr. 1980
  - Program Manager, Program Managers Dept.
  - Director: Corporate Planning
  - Director: Headquarters Business Promotion, Panasonic Corporation

- **Kiyoshi Fujiwara**
  - Representative Director
  - Number of shares held: 6,600
  - Joined the Company: May 1982
  - Vice President, Mazda Motor Europe GmbH
  - General Manager, Program Planning & Business Strategy Div.
  - Managing Executive Officer
  - Executive Officer
  - Director: Corporate Engineering Division
  - Director: Mazda Motor Corporation
  - Director: Mazda Engineering & Technology Co., Ltd.

- **Mitsuru Ono**
  - Director
  - Number of shares held: 700
  - Joined the Company: Apr. 2011
  - General Manager, Corporate Planning Dept.
  - Standing Auditor
  - Director: Corporate Planning Dept.
  - Director: Communications Planning Dept.

- **Akira Koga**
  - Director
  - Number of shares held: 2,400
  - Joined the Company: Mar. 1964
  - General Manager, Corporate Planning Dept.
  - Manager of Global Communications Planning Dept.
  - Director: Communications Division

- **Masahiro Moro**
  - Director
  - Number of shares held: 1,300
  - Joined the Company: Apr. 1983
  - General Manager, Global Marketing Div.
  - Director and Vice Chairman of the Board, Tokyo Electron Ltd.
  - Director: Communications Planning Dept.
  - Director: Home Entertainment Business Division

- **Michiko Ogawa**
  - Director
  - Number of shares held: 0
  - Joined the Company: Apr. 1986
  - Senior Corporate Manager, In Charge of Growth Strategy of Audio Business
  - Executive Officer, In Charge of Technics Brand

- **Masatoshi Maruyama**
  - Director who is Audit & Supervisory Committee Member (Full-time)
  - Number of shares held: 4,100
  - Joined the Company: May 2010
  - General Manager, Quality Div.
  - Managing Executive Officer
  - Director who is Audit & Supervisory Committee Member

- **Kyotaka Shobuda**
  - Director
  - Number of shares held: 7,300
  - Joined the Company: Apr. 2006
  - Consultant, MII, Toyota Motor Co., Ltd.
  - Senior Managing Executive Officer
  - Director and Senior Managing Executive Officer

- **Kiyoshi Sato**
  - Director
  - Number of shares held: 0
  - Joined the Company: Apr. 1979
  - General Manager of Clean Track Business Unit, Tokyo Electron Ltd.
  - Director: planning Office

- **Masahiro Yasuda**
  - Director who is Audit & Supervisory Committee Member (Full-time)
  - Number of shares held: 1,257
  - Joined the Company: Apr. 1960
  - Manager of Advanced Product Planning Office
  - Manager of Global Communications Planning Dept.
  - Deputy General Manager of Communications Division
  - Director: Audit & Supervisory Board Member (Full-time)
