













CORPORATE GOVERNANCE

Board of Directors & Executive Officers

as of July, 2024

To facilitate a highly effective supervisory function and decision-making on important management issues by the Board of Directors, Meidensha has established a skills matrix of the expertise that directors should possess. Based on this matrix, we appoint directors and structure the Board of Directors based on the abilities, insight, and experience of individual directors to ensure the diversity of the Board as a whole and to ensure the appropriate allocation of human resources.

Meidensha's Board of Directors (Skill Matrix)

Skills expected from candidates for Directors	 Takeshi Miida Representative Director & Chairperson & Senior Officer Chairperson of the Board of Directors	 Akio Inoue Representative Director & President & Executive Officer	 Masahiko Suzuki Representative Director & Executive Vice President & Executive Officer	 Masayuki Iwao Director & Senior Managing Executive Officer	 Hiroyuki Takenaka Director (Outside Director) Head of the Nomination & Compensation Committee	 Hiroji Adachi Director (Outside Director)	 Manabu Kinoshita Director (Outside Director)	 Kumiko Shirai Director (Outside Director)	 Seiji Kato Director & Audit & Supervisory Committee Member (Standing Audit & Supervisory Committee Member) Head of Audit and Supervisory Committee	 Keiko Hayashi Director & Audit & Supervisory Committee Member (Outside Director)	 Takashi Kuroda Director & Audit & Supervisory Committee Member (Outside Director)	 Toshiya Nishino Director & Audit & Supervisory Committee Member (Outside Director)	Reasons why such skill is required
Business management	■	■		■	■	■	■	■			■	■	With the diversification of values as social conditions change dramatically, to promote sustainability management and to strengthen the corporate governance structure by clarifying management direction by rapidly and flexibly making management decisions in order to continuously grow with the challenge to build a new society.
DX/Business transformation	■	■	■		■	■	■	■					It is essential to work on innovation through co-creation, operational reforms through Digital Transformation (DX), and business transformation in response to changes in society for illuminating a more affluent tomorrow.
Sales/Marketing	■		■		■		■				■	■	To formulate and execute sales strategies aimed at rapid progress in growth businesses and strengthening the competitiveness of the earnings base by realizing high quality growth in order to provide customer peace of mind and satisfaction.
Research and Development/ "Monozukuri"			■			■		■					To enhance product competitiveness which is necessary for high quality "Monozukuri" (design, manufacture, construction, and maintenance) to maintain a safe and secure social infrastructure and for provision of value, along with creating new technologies and new products.
Global				■		■							To promote initiatives aimed at building a strong business base for overseas business and further enhancing the earning power necessary to meet the world's new infrastructure demands.
Finance/ Accounting		■		■				■	■			■	To manage capital efficiently, invest in growth businesses, and deliver shareholder returns, together with making accurate financial reports.
Legal affairs/ Internal control	■			■	■			■	■	■			To strengthen internal control and compliance / risk management structure, the base for honest and responsible business operations.
HR development	■			■	■		■	■	■	■		■	To enhance wellbeing and employee engagement and to promote initiatives such as DEI (Diversity, Equity & Inclusion), in order for diverse human resources, who are the source of corporate value, to be able to grow and play an active role in a lively way, where each person can derive fulfillment from their work.
Environment		■	■					■					To expand businesses that contribute to the environment and to promote green strategies focused on internal decarbonization which are necessary to realize carbon neutrality.

*The above Skill Matrix presents the specific skills that Meidensha particularly expects from the candidates. It does not present all knowledge and experience possessed by them.

Messages from Newly Appointed Outside Directors



Kumiko Shirai
Director
(Outside Director)

Using Dialogue between Executives and Outside Directors to Promote Effective Governance

I believe that the cornerstone of the Meiden Group's corporate value is a desire for creativity and innovation on the part of management and employees, and the depth and breadth of the Group's experience and technological capabilities for meeting the expectations of society, customers, and partners. I will draw on the management experience I have gained in Japan and overseas, including experience in general ICT, DX, personnel/human resources/corporate culture transformation, ESG, human capital enhancement, and risk/security. Based on this, I will bring diverse perspectives and stakeholder points of view to meetings of the Board of Directors to help enhance corporate value and further strengthen the Board's supervisory function.

I will work to increase business, financial, and investment efficiency and economic value and promote visualization of intangible asset value (such as non-financial and human capital) and of diversity by promoting DEI, while striving to promote effective governance through ongoing sincere dialogue between executives and outside directors.



Toshiya Nishino
Director & Audit & Supervisory Committee Member
(Outside Director)

Ensure Sustainable Company Growth by Enabling the Group's Entire Diverse Staff to Participate Actively and Speak Freely

During my time at a trust bank, I worked in a wide range of areas, especially individual and corporate sales, as well as corporate planning, personnel, IT, and corporate pensions. I later served as president of a finance company. Through this experience, I became convinced that for a company to achieve sustainable growth, it needs a corporate culture where a diverse range of personnel can all play an active role and everyone can say what they want to say.

We can make the Meiden Group indispensable to our stakeholders and society if all employees respect its 127-year history and strong traditions, take pride in working for the Group, and build ideal relationships as colleagues who share common aspirations.

As a member of the Audit & Supervisory Committee, I will audit and supervise management and business execution. As an outside director, I will contribute to the Meiden Group's sustainable growth and enhancing corporate value by drawing on my experience and knowledge.