③ For our human rights due diligence, we surveyed Sumitomo Mitsui Construction for the first phase and affiliates in Japan and overseas for the second phase. Going forward, we will expand the scope of these surveys to include partner companies and will address human rights violation risks throughout our supply chain. After analyzing the results of these surveys, we will assign priority to human rights issues important to the company and develop corrective actions.



- 4 We will develop a management system for carrying out human rights-related activities, including human rights education
- ⑤ Through the company's website and other means, we will disclose progress made in carrying out activities to respect human rights at the company, and will engage with stakeholders.



### ▶ Establish a Complaint Handling Mechanism

To ensure the effectiveness of our complaint handling mechanism as defined under the UN Guiding Principles, we re-examined our existing system based on eight conditions and made adjustments to how our relief mechanism is accessed through the company's



# ▶ Human Rights Education

The company provides ongoing human rights education aimed at helping employees develop a greater respect for human rights.

We provide e-learning education to all executives and employees, and provide English versions of that curriculum to expatriate employees for use as study materials.

In addition, we regularly provide human rights awareness education for new recruits and compliance and harassment education for all employees. Through education and awareness promotion, we will continue to familiarize all employees with the Human Rights Policy and the company's principle on respecting

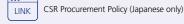


# **ID** Promotion of fair trade / **ID** ESG considerations in the supply chain

### ▶ Implementing the CSR Procurement Policy

The company formulated the CSR Procurement Policy in April 2020 serve as a basic policy for enforcing the Charter of Corporate Behavior in the company's procurement practices. The CSR Procurement Policy establishes required procurement practices for the company and establishes rules for our business partners, which are equal partners. Conducting fair business practices in procurement operations throughout the supply chain, including Sumitomo Mitsui Construction, is a requirement with which all stakeholders involved in the company's business activities must comply.

The Procurement Management Rules were formulated as a management system document in order to enforce the CSR Procurement Policy. At project sites, we have selected business partners based on the degree of their compliance with the CSR Procurement Policy, and are familiarizing employees with the policy through such avenues as Safety and Health Councils. We also require suppliers to endorse the CSR Procurement Policy as a condition of submitting estimates, and explicitly state in contract provisions that suppliers must comply with the policy. Furthermore, we only commence dealings with new suppliers after they have agreed to abide by the policy.



#### ▶ Declaration of Partnership Building

The Declaration of Partnership Building is system organized by the Japanese Cabinet Office and Small and Medium Enterprise Agency in May 2020 with the aim of promoting the business continuity of small and medium enterprises and mutually beneficial business relationships throughout supply chains. To participate, companies make a Declaration of Partnership Building, which must include commitments to 1. co-existence and co-prosperity throughout the supply chain and new partnerships that transcend business scale and affiliation and 2. compliance with preferred business practices between contractors and subcontractors (a "promotion standard" based on the Act on the Promotion of Subcontracting Small and Medium-sized Enterprises). The submitted declarations are then published on a portal site by the National Association of Small and Medium Enterprise Promotion Organizations.

In March 2022, we made a Declaration of Partnership Building that includes a commitment to "business activities aimed at co-existence and co-prosperity with society throughout the supply chain based on the Sumitomo Mitsui Construction CSR Procurement Policy."



# **Corporate Governance**



# Basic Approach

The SMCC Group has adopted the following five points as the basic policy for its corporate governance in order to construct an efficient and fair management system, achieve sustainable growth and improve medium- to longterm corporate value. In this way, we seek to maintain close relationships with all stakeholders, including shareholders, customers, the local community, and employees, and to ensure transparent, fair, prompt, and

decisive decision making.

Under this basic policy, we shall construct and operate an internal control system that is appropriate for us as a corporate group, continuously work to maintain and enhance the compliance system, and promptly and accurately respond to various risks that could have a significant effect on management.

- 1. Prompt management decision making
- 2. Highly strategic organizational design
- 3. Ensuring the transparency and rationality of corporate acts
- 4. Establishing an appropriate internal control
- 5. Performing accountability through proper disclosure

# **Initiatives to Strengthen Corporate Governance**

The corporate governance landscape is undergoing significant changes, including revisions to Japan's Corporate Governance Code and the restructuring of the Tokyo Stock Exchange into new market segments. Against this backdrop, we adopted a system, in June 2021, under which our Board of Directors must include four Independent Outside Directors, accounting for one third or more of the total Board members. In order to strengthen our corporate governance, the Board of Directors has also held multiple discussions on a range of policies aimed at enhancing the Board's functions and effectiveness, which we are now implementing (please see Overview of

Effectiveness of the Board of Directors on p. 61).

In response to the fact that our large-scale building construction work within Japan has incurred repeated losses, we revised our Mid-term Management Plan 2022–2024 in May 2023. In addition, in order to further strengthen our corporate governance, with the aim of improving our mid- to long-term corporate value, we will continue to reduce the company's cross-shareholdings, enhance the Board of Directors' supervisory function, and hold reviews with the Investigation Committee, which is composed of external experts (please see To Enhance Corporate Value on page 18).

### Overview of Sumitomo Mitsui Construction's Corporate Governance Reform

		2003	2014	2016	2018	2019	2021	2022		
	Total Number of Directors	14	9	9	10	9	9	9		
Directors*1	Of those, Independent Outside Directors		1	2		3 4				
	(Women Directors)		(1)							
Effectiveness Evaluations			May Started evaluations of the effectiveness of the Board of Director							
Separation of Supervision and Execution		April (at the time of the merger) Introduced Executive Officer system			November An Outside Director is appointed the Chair of the Appointment and Remuneration Advisory Committee					
Outside Audit & Supervisory Board Members		April (at the time of the merger) 3*2								
Remuneration of Officers					June Introduced stock compensation plan			April Introduced performance- linked remuneration (monetary)		
Committees				January Established Appointment and Remuneration Advisory Committee						
Listed Markets		' meeting		1st Section of the Tokyo Stock Exchange 1st Section of the Osaka Securities Exchange (until May 2008)			April Moved to Tokyo Stock Exchange Prime Market			

\*1 As of the close of the annual June ordinary shareholders' meeting

<sup>\*2</sup> Based on the Act on Special Measures for the Commercial Code on the Audit, etc. of Stock Company Article 18, Paragraph 1 (abolished on May 1, 2006)

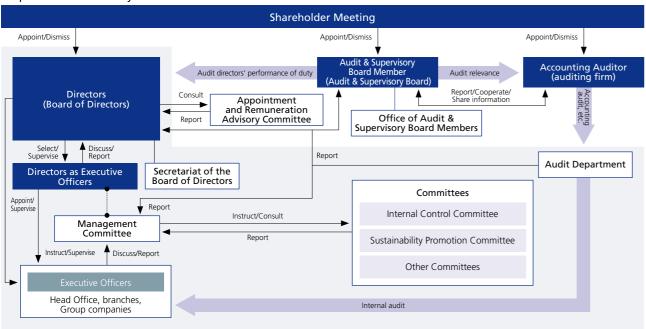
# **Corporate Governance**

# **Corporate Governance (Governance Structure)**

The company has adopted its Executive Officer and Audit and Supervisory Board Member Systems to, respectively, provide sufficient business execution functions and provide sufficient monitoring and supervision thereof. These systems are operated through an organizational structure that has been divided so that decision making and supervision are performed by the Board of Directors, the execution of business is performed by Executive Officers, and auditing is performed by the Audit and Supervisory Board and the accounting auditor. Outside Audit and Supervisory Board Members

and Outside Directors have been appointed to enhance the decision-making function and supervisory function of the Board of Directors. To further improve the transparency and fairness of corporate management, the Appointment and Remuneration Advisory Committee, comprising a majority of Outside Directors and Outside Audit and Supervisory Board Members, has been established in addition to the monitoring function provided by the structure of a company with an Audit and Supervisory Board.

#### Corporate Governance System



### **Board of Directors Meetings (17 Meetings Held in Fiscal 2022)**

As Sumitomo Mitsui Construction is a general contractor engaged principally in civil engineering and building construction in and outside Japan, any prospective Director appointee must have considerable knowledge of business in both of these fields. Additionally, to maintain a system capable of carrying out the business activities of the company, which is listed on the Prime Market of the Tokyo

Stock Exchange, the Board of Directors must comprise members who are conversant with governance, funding, and corporate management and who are appointed with due consideration given to ensuring balance in terms of diversity, including gender and nationality. The number of members will be determined on the basis of sales and the characteristics of the business at the relevant time.

### Audit & Supervisory Board Meetings (14 Meetings Held in Fiscal 2022)

In principle, the entire membership of the Audit and Supervisory Board meets once a month, with additional meetings held as necessary. This Board determines audit policies, business and financial condition inspection methods, and other matters related to the execution of duties by Audit and Supervisory Board Members, submits its members' reports on the status and results of audits to the Board of Directors, and discusses and resolves

important matters related to auditing.

The Audit and Supervisory Board Office reports directly to the Audit and Supervisory Board Members, and two dedicated employees have been assigned to assist with the duties of the Audit and Supervisory Board Members. Only Audit and Supervisory Board Members have the authority to issue instructions to these assisting employees, thus ensuring their independence from the Directors.

# Appointment and Remuneration Advisory Committee (9 Meetings Held in Fiscal 2022)

In the aim of ensuring transparency and fairness in the appointment and remuneration of the company's officers and strengthening its corporate governance, we have established the Appointment and Remuneration Advisory Committee, which functions as an advisory body to the Board of Directors. This Committee carefully considers the company's officer remuneration system and officer appointment with a view to ensuring independence and

objectivity, presenting relevant advice and opinions on these matters for the reference of the Board of Directors in their decisions on remuneration and appointment of individual Directors.

This Committee comprises our Chairman, President, Outside Directors, and part-time Outside Audit and Supervisory Board Members.

### **Overview of Effectiveness of the Board of Directors**

Based on the Corporate Governance Code (Supplementary Principle 4-11(3)), we request that Directors and Audit and Supervisory Board Members provide evaluations of the current effectiveness of the Board of Directors as well as their advice and opinions for further improvement,

and we disclose an overview of the results to improve the effectiveness of the Board of Directors. The analysis and evaluation of the results of the Board of Directors assessment in fiscal 2022 are as follows.

### 1. Methods of analysis and assessment in fiscal 2022

### (1) Questionnaires through third-party organization

In the fiscal 2022 analysis and assessment, for the purpose of objectively understanding the position of the company from a third-party viewpoint, we commissioned third-party organizations to formulate the questions for and aggregate the results of an anonymous questionnaire (comprising items to be scored and a free response section) covering the following items and then prepare a report comprehensively analyzing the results.

### < Survey questions (outline) >

- Composition of the Board of Directors
- Operation of the Board of Directors
- Discussion of the Board of Directors
- Monitoring function of the Board of Directors
- Performance of Internal Directors
- Performance of Outside Directors
- Support system for Directors and Audit and Supervisory Board Members
- Training
- Dialogue with shareholders (investors)
- Evaluation of their own efforts

### (2) Assessment by the Board of Directors

The Board of Directors analyzed and assessed the survey results with reference to the third-party report.

### 2. Overview of analysis and assessment results in fiscal 2022

### (1) General

In light of the evaluation from the survey respondents, we recognize that the effectiveness of the entire Board of Directors has been secured.

### (2) Items receiving positive evaluations as a result of improvement efforts

In fiscal 2022, the Board of Directors met a total of 17 times, including extraordinary meetings. We recognize that the management and support system of the Board of Directors are improving, and that the Board of Directors engages in free and open discussions and exchanges of opinions.

### (3) Opinions for future improvement

Nevertheless, we shared our intention to continue improving the following matters in order to further improve the functions of the Board of Directors and enhance deliberations on important management issues.

- (a) Discuss the composition of the Board of Directors in light of the company's management strategy.
- (b) It is necessary to understand the situation in a timely manner, conduct sufficient discussions, and monitor the response to risk events facing the entire Group, including domestic and overseas affiliates.
- (c) Make efforts to further improve the operation of the Board of Directors, the support system, and the training of officers in order to enhance deliberations on important issues related to management strategy.

# **Corporate Governance**

### **Remuneration of Officers**

Directors' remuneration is determined by resolution of the Board based on the deliberation of the Directors' remuneration system and remuneration level by the Appointment and Remuneration Advisory Committee. The Audit and Supervisory Board Members' remuneration is determined based on deliberation by the Audit and Supervisory Board Members.

Remuneration of Directors (excluding Outside Directors) is composed of monetary remuneration as basic remuneration, combined with a restricted stock compensation system that involves ownership of stocks that rise and fall with market fluctuations, thereby sharing the benefits and risks of stock price fluctuations with shareholders as a medium- to long-term incentive remuneration in order to further motivate Directors to contribute to stock price increases and improvements in corporate value. Basic remuneration (monetary remuneration) is a monthly remuneration determined, in principle, by taking into consideration duties based on each position, management environment, operating results, remuneration levels of other companies in related industries, and coherence between payments to employees and directors.

At the Board of Directors meeting held on April 22, 2022, a resolution was passed to modify Directors' (excluding Outside Directors) remuneration. Directors' remuneration previously consisted of monetary remuneration as basic remuneration and a medium- to long-term incentive remuneration in the form of a restricted stock compensation system. It was resolved to introduce, in addition to the above, monetary remuneration in the form of performance-linked remuneration for Directors within the limit of the amount of remuneration for Direcetors

resolved at the ordinary shareholders' meeting held on June 27, 2019. Performance-linked monetary remuneration is determined based on indicators of the company's performance. The evaluative indicators include average consolidated operating income for the period under review, external ESG evaluation, and indicators of progress toward targets that the company has set for human resources.

Regarding Outside Directors, from the viewpoint of securing their independence, they are paid only basic monetary remuneration. The amount is set at a reasonable level, in principle, by taking into account factors such as securing talented human resources as well as facilitating the effective performance of the monitoring, supervision and audit functions of independent officers.

The upper limit of remuneration of officers is as follows:

- 1. Resolution at the ordinary shareholders' meeting on June 27, 2019
- Monetary remuneration: Not exceeding annual total of 450 million yen (including up to 80 million yen allocated to Outside Directors; also includes employee wages payable to Directors concurrently serving as employees).
- 2. Resolution at the ordinary shareholders' meeting on June 28, 2018
- Apart from the remuneration set forth in 1. above, annual total monetary remuneration receivables not exceeding 60 million yen are provided for the allotment of restricted stocks as remuneration to Directors excluding Outside Directors.

#### Total Remuneration by Officer Category, Total Remuneration by Category, and Number of Personnel Receiving This Remuneration

Officer category	No. of personnel	Total remuneration	Total remuneration by category				
oci tatego.y	rior or personnie.	(million yen)	Basic remuneration	Non-monetary remuneration	Performance-linked remuneration		
Directors (excluding Outside Directors)	6	244	176	26	41		
Audit & Supervisory Board Members (excluding Outside Audit & Supervisory Board Members)	2	39	39	_	_		
Outside Directors/Outside Audit & Supervisory Board Members	8	86	86	_	_		

Note 1: As of March 31, 2023, the upper limit for remuneration for Directors, as resolved at our shareholders' meeting, will comprise an annual total not exceeding 450 million yen (including employee wages payable to Directors concurrently serving as employees) and an additional annual total of monetary receivables allotted in the form of restricted stock compensation not exceeding 60 million yen. For Audit and Supervisory Board Members, this upper limit will be an annual total not exceeding 108 million yen. Note 2: Non-monetary remuneration will be paid to Directors (excluding Outside Directors) in the form of restricted stock.

Note 3: Employee wages payable to Directors (excluding Outside Directors) in the form of restricted stock.

Note 4: As of March 31, 2023, the company has nine Directors (of whom four are Outside Directors) and five Audit and Supervisory Board Members (of whom three are Outside Audit and Supervisory Board Members).

# Officer Appointment and Dismissal

The Appointment and Remuneration Advisory Committee examines officer appointment proposals made by the President on the basis of transparency and other factors, and evaluates whether they are appropriate and rational according to the company's criteria for officer appointment. The Board of Directors makes decisions on the appointment of officers with reference to the evaluations of the Appointment and Remuneration Advisory Committee.

In the event that a top-level executive is being

considered for dismissal in the middle of their term, the Appointment and Remuneration Advisory Committee examines the transparency, objectivity, and timeliness of this dismissal and discusses whether it is appropriate and rational according to the company's criteria for chief executive dismissal or our criteria for officer dismissal. The Board of Directors makes decisions on dismissal with reference to the evaluations of the Appointment and Remuneration Advisory Committee.

# **Successor Development**

As for successor appointments, Sumitomo Mitsui Construction has established the Successor Succession Plan, which clarifies requirements for successors, the appointment process, and their development plan. The Appointment and Remuneration Advisory Committee examines each successor appointment proposal made by the President as to transparency, fairness,

and timeliness and evaluates its appropriateness and rationality according to the Plan. With reference to the evaluation of the Appointment and Remuneration Advisory Committee, the Board of Directors makes decisions on the appointment of

### **Cross-shareholdings**

The SMCC Group owns cross-shareholdings with the aim of improving our corporate value by strengthening our business relationships with our investee companies. The Board of Directors reviews the economic viability, future prospects, and other aspects of individual cross-shareholdings, including the purpose of holding these stocks and whether the benefits and risks cover the company's cost of capital.

Following this review, we have adopted a policy of reducing (selling) our cross-shareholdings in cases where the value of holding those stocks has diminished. In fiscal 2022, we sold eight stocks (worth 388 million yen) held by the SMCC Group.

We will also reduce our balance of cross-shareholdings by 50% by fiscal 2024 as compared to fiscal 2022 and reduce this balance as a proportion of our consolidated net assets, to under 20% in the short term and to under 10% in the longer term. Sumitomo Mitsui Corporation does not hold any stocks categorized as "deemed holdings of equity securities" (shares that confer voting rights without ownership rights).

# **Internal Control**

We take the view that our basic policies for internal control must be in the form of ongoing initiatives running over multiple fiscal years, and review these policies every fiscal year. Our Internal Control Committee also holds quarterly meetings where members report on the system's progress, give updates on both efforts to correct and improve issues arising in its operation and initiatives to implement preventative measures, and monitor operation of the system. The outputs of these meetings are reported to the Board of Directors, helping

them to work toward the construction and operation of an appropriate internal control system.

For more information on our basic internal control policy for fiscal 2023, please see our Corporate Governance Report; section IV, Matters Relating to the Internal Control System; subsection 1, Basic Concepts and Establishment Status of Internal Control System.

Basic Internal Control Policy for fiscal 2023

### **Outside Director Perspective**



Sakio Sasamoto **Outside Director** 

Director Sasamoto brings his extensive experience in management—built up over the course of his successive posts in general administration, legal, and human resources departments—to bear in the management of our company.

### Making Effective Use of Governance in Order to Increase Shareholder Value

There are no shortcuts when it comes to maintaining and improving shareholder value. I think that it is by continuing to put everything we have into our corporate activities, in an honest and straightforward way, that we can make sustainably increasing shareholder value a possibility. In addition, we must progress with constant reference to Japan's Corporate Governance Code, one of the standards that informs our corporate behavior. At the same time, we must not become focused on the

Code to the exclusion of all else. We should manage the company in sound and appropriate ways as an independent business entity and thereby fulfill the mandate granted us by our stakeholders. I believe that by managing the company in sound and appropriate ways, we make effective use of governance, so I approach all situations with the guestion of what role I can play in mind.

If it extends to the core of an organization, lack of knowledge and awareness of governance weakens the foundations on which we carry out our everyday business activities and hinders appropriate handling of any crises that arise. If the members of an organization have different degrees of commitment to the work, this is a recipe for lowering motivation. Governance at a purely superficial level is ineffectual and cannot function. I think that it is crucial that all of our employees come together to embrace and share governance values, and work, in the honest and straightforward way mentioned earlier, to implement them in their various situations.

The challenges the company is facing are not simple. I believe that fulfilling my role as Outside Director is indispensable to maintaining and improving corporate and shareholder value, and facilitating the company's step by step progression along the path toward sound and appropriate business activity that makes effective use of governance.

# **Compliance and Risk Management**

# **Supervising and Monitoring Construction-related Activities**

In response to an instruction received in January 2016 from the Kanto Regional Development Bureau of the Ministry of Land, Infrastructure, Transport and Tourism pursuant to the Construction Business Act with regard to the case of a condominium building we constructed in Yokohama City, each of our branches continuously conducts scheduled supervisions and monitoring of construction-related activities, which we call "Construction Business Act Patrols," at the sites under their jurisdiction. Each branch

conducts patrols of the project sites they oversee to check and direct compliance with the Construction Business Act, including the assignment of engineers and also covering subcontractors. Relevant information, including patrol outcomes and any issues encountered, is shared among all branches. The Project Execution System Improvement Subcommittee, established under the Production System Improvement Committee, considers, formulates, and promotes any necessary measures.

# **Compliance Education**

To keep employees informed on legal compliance and raise awareness of the subject, top management share compliance messaging with officers and employees and the company formulates an annual compliance education plan each fiscal year, providing compliance education for officers and employees under the initiative of the Legal Affairs Department. While mainly focusing on the Construction Business Act and the Antimonopoly Act, these education programs cover a wide range of content, including issues of non-conformity with contracts, the Subcontract Act, the Act on the Protection of Personal Information, bankruptcy-related legislation, and

bribery, according to the needs of different job categories, ranks, and departments. We incorporate this education into a variety of meetings and programs, such as training for different job categories and ranks, training for new recruits, training for midcareer recruits, and e-learning.

We also provide Group companies with compliance education for top-level executives and other employees. Each Group company familiarizes its employees with the content of these programs to promote understanding and widespread awareness of corporate ethics and compliance management.

# **Promotion of Fair Trading**

In order to promote fair trading, we have established a program for the elimination of bid-rigging and keep all officers and employees informed on our policy of complete elimination and prohibition of this practice.

The program stipulates the following three-part response and recognizes that all three elements must be upheld for the complete elimination and prohibition of bid-rigging: (1) a clear and unshakable commitment on the part of senior management to completely eliminate and prohibit the practice, (2) the establishment of internal compliance and monitoring systems, and (3) a full understanding and high level of compliance

i-message (Internal Reporting System)

We operate an internal reporting system based on our Internal Whistleblower Protection Regulations. "i-message" is a collective term covering our internal reporting system and workplace harassment consultation system.

In response to reported incidents, including those at Group companies, we take appropriate and necessary action in a timely manner through close cooperation with awareness among company officers and employees.

Based on this program, our officers and employees are required to pledge in writing not to conduct or to become involved in bid-rigging and to submit said written pledges to the company every April. Meanwhile, each of our Group companies has established their own program for the elimination of bid-rigging and ensures compliance with it.

Collection of Written Pledges for Bid-rigging Elimination

FY2021 target	FY2021 result	FY2022 target	FY2022 result
100%	100%	100%	100%

our corporate lawyers, with due consideration given to the protection of the whistleblower. In the event that an area of concern is identified, we take any necessary action against the persons involved in accordance with our internal rules and employ corrective measures and measures to prevent recurrence of the issue.

# Measures to Raise Awareness of Human Rights and Address Harassment

Every year, we conduct human rights awareness training for new employees. The Harassment Consultation Services provided within our Head Office's Personnel Department and each branch's Administration Department are all

coordinated by at least one man and one woman, and appropriate training is provided to all coordinators newly joining these Services.

i-message (Collective Term for the SMCC Group's Internal Reporting System and Workplace Harassment Consultation System)



# **Risk Management System**

The Group understands risk as a factor that ultimately impedes the accomplishment of our organizational targets by negatively impacting profit performance. We are therefore working to increase the effectiveness of our risk management by constructing, applying, and continuously improving our risk management system (which is based on our Risk Management Regulations) in order to maximally reduce risks that may impact the Group's business operations. We are also working to centralize and promote

risk management from a company-wide viewpoint, and to build a system and structures that promote independent risk management in each division and each department.

In cases where a risk is incurred or may be incurred that could majorly impact on the Group's management or business activities due to bodily injury, property damage, or a loss of public trust, we take appropriate countermeasures based on our Crisis Management Regulations.

# **Business Continuity Plan (BCP)**

In full recognition of our important social responsibility to use our construction business for the provision of safety and security, we have developed a BCP that allows us to strive to maintain and continue key functions of our business activities in the event of a disaster and carry out restoration, reconstruction, and relief activities and secure infrastructure in affected areas.

(1) In fiscal 2022, we conducted a BCP drill using the scenario of a major earthquake causing extensive

# damage to areas covered by our branches.

- (2) A training drill was conducted so that in the event of a major earthquake the Response Task Force established by each branch, secretariat, and team members can act accordingly, from initial response to restoration of operations following the BCP.
- (3) Then, efforts were made to examine and review plans and issues as well as improve response capabilities to major disasters.

# **Safety Measures Outside Japan**

To promote the safety, in the event of an emergency, of expatriate employees (and accompanying family members) and employees on overseas business trips, Sumitomo Mitsui Construction has created an Overseas Crisis Management Manual and an Overseas Safety Manual. We have also established an Overseas Safety Committee to consider, formulate, and implement measures for securing the safety of employees engaged in overseas business,

including local staff, as well as to maintain a system for doing so. This Committee holds meetings on responses to terrorist incidents, and other relevant events as necessary. In order to deal with terrorist incidents and similar events, we have concluded a crisis management contract with a specialist crisis management consulting company, and are striving to further enhance our crisis management system.

# **Compliance and Risk Management**

# **Risk Management System and Processes**

The Group understands risk as a factor that ultimately impedes the accomplishment of our organizational targets by negatively impacting profit performance. We are therefore working to increase the effectiveness of our risk management by constructing, applying, and continuously improving our risk management system (which is based on our Risk Management Regulations) in order to maximally reduce risks that may impact the Group's business operations.

We use the "Three Lines Model" as our basic system for risk management. In our first line of defense (any departments that must directly respond to a risk), Departmental Risk Management Officers carry out risk

# **Method for Identifying Risks**

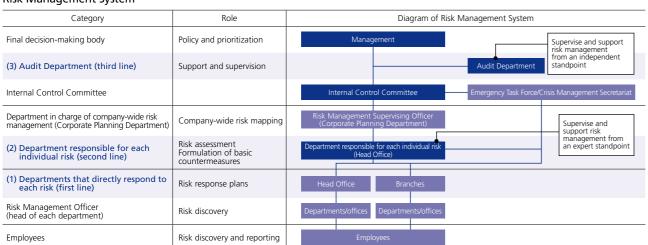
The department responsible for each individual risk (the second line of defense) scores and evaluates that risk for any departments that must respond directly to it (the first line). Scoring and evaluation are on the basis of three criteria: frequency of the risk's occurrence, degree of its impact on management, and the department's vulnerability to it. These evaluations are used to identify the risks requiring priority action in each of the departments that must respond directly to those risks (first line). The departments responsible for each individual risk (second line) envisage concrete risk scenarios and propose primary countermeasures for each risk identified in this way. The

management and evaluate its efficiency, and submit risk evaluation reports to the Risk Management Supervising Officer, thus ensuring a thorough understanding of risk management across the entire company. Based on these evaluations of the effectiveness of departmental risk management by the Departmental Risk Management Officers, as well as on the results of their own risk assessment of the internal control environment throughout the company, the Risk Management Supervising Officer identifies issues within the company's risk management system and formulates countermeasures for the future.

Audit Department (the third line of defense) also checks these risk scenarios from an independent and objective perspective, and revises or adds to them as necessary.

Based on the results of risk evaluations of every department's business processes, and individual risk maps, risk scenarios, and any cases in which risks have been actualized for or in each department, our Risk Management Supervising Officer drafts a company-wide risk map and creates and operates a system to identify important risks and countermeasure proposals throughout the company, as well as monitor risk response.

### Risk Management System



# **Business Risks Requiring Action**

In order to implement the business and foundational strategies that we established to help us move toward our Vision 2030, and based on our risk assessments in fiscal 2022, the SMCC Group has identified 17 risks that require action.

The company's annual securities report (available in Japanese only) categorizes each risk as either a business environment or a business foundation risk and rates it

as important or most important. In addition, each risk is described in terms of its effect on business performance and other conditions should it be actualized, along with measures to deal with it and any relationship it may have with the above strategies.

A detailed list of these risks can be found on the next page.

# Business Environment (External Causes)

Risk	Description
Environmental risks (natural disasters)  Most important	In the event of an earthquake, typhoon, tsunami, volcanic eruption, or other natural disaster, the company may sustain direct or indirect damage, which may have a negative effect on its business performance or financial condition.
Climate change risks Most important	In line with society's transition to decarbonization, the introduction of upper limits on greenhouse gas emissions or a carbon tax could lead to a decline in the amount of construction we can undertake or increases in costs, affecting business results.  Natural disasters are becoming more severe as a result of climate change, and damage to construction in progress or construction delays due to typhoons, floods, or other disasters may affect business performance.
Social risks Most important	Societal chaos caused by war, riots, terrorism, or other factors may affect business performance.  The emergence and spread of new types of infectious or other diseases may slow down business over prolonged periods, affecting business performance.
Economic risks (economic and market fluctuations) Most important	Fluctuations in construction investment trends, including in public investment, corporate capital investment, and private-sector housing investment, could cause rises or falls in the volume of our construction orders, affecting business performance.  Many construction projects are carried out, from start to finish, over a significant time period, and cost fluctuations of raw materials over the course of a project may affect business performance.  Additionally, sharp increases in interest rates or large fluctuations in foreign exchange rates may affect business results. If our business partners were to experience solvency issues or a significant decline in the value of their assets, this could also affect the company's business performance.
Country risks Important	Overseas, the company engages in construction work predominantly in Asia, and changes in the political situations of countries in this region, fluctuations in their economic conditions, or unforeseen changes in their local laws and regulations may affect the company's business performance.
Legal risks Important	In pursuing our business, the company is subject to numerous Japanese laws and regulations, including the Construction Business Act, the Building Standards Act, and environmental laws and regulations. Overseas, the company is subject to similar laws and regulations, including the need to obtain relevant business licenses. To carry out our construction work, the SMCC Group is required to obtain a wide variety of permits and licenses under various laws and regulations. If these laws and regulations were to change and to severely restrict the Group's business activities, business performance could be negatively affected.  In pursuing our business, the company could potentially be subject to lawsuits related to contractual non-conformity, product liability, patents, antitrust laws, and similar issues, and the developments of any such lawsuits could adversely affect our business performance.

### Business Foundation (Internal Factors)

Risk	Description
Site accident risks Most important	Due to the nature of the work environment and methods used, construction work is often hazardous and has an accident rate higher than that of other industries. Although the company strictly enforces safety management, in the event of a work-related accident, the company may be subject to disciplinary action under the Construction Business Act, its eligibility for projects undertaken by regional governments and other agencies may be suspended, and it may be required to pay compensation for damages, which may affect business performance.
Quality risks Most important	Quality defects caused by construction that deviates from its design, construction that does not meet quality requirements, poor quality construction by subcontractors, or improper management of on-site inspections and inspection documents may lead to a decline in public trust and additional costs may be incurred due to construction schedule delays, in turn affecting business results.
Defect risks Most important	Although the company conducts strict quality control during the construction process, in the unlikely event that a major defect is found in one of its construction projects, the company's business performance could be affected.
Unprofitable project risks Most important	If an accepted construction project becomes unprofitable due to erroneous assumptions made at the time the order was received or due to changes or modifications to its conditions, the company's business results may be affected.  If a project's profit margins were to decline due to unbudgeted costs, this could cause a significant decline in project profit, affecting business performance.
Information security risks Important	Should confidential business or customer information obtained in the course of our business be leaked, the company could lose customer and public trust, our business transactions could be suspended, and the company could be required to pay compensatory damages, affecting business performance.
Funding and capital management risks Important	An increase in orders or in the scale of our construction projects could necessitate an increase in advance funds required to undertake these projects. In this scenario, the requirement to procure substantial funds could impact the company's financial position.
Working environment and overwork risks Important	A significant deterioration of the company's credibility due to the occurrence of overwork (excessively long working hours) o improper labor management could affect its business performance and financial position.
Personnel retention risks Important	The failure to recruit or manage loss of human resources to other companies as planned may affect the Group's business performance and financial position over the long term.
Human rights risks Most important	If any violation of human rights were to occur within the Group or its supply chain, the Group could lose public trust. Incidents of harassment or unhealthy workplace environments could lead to the deterioration of employee mental and physical health and a decrease in workforce vitality, resulting in increased job turnover and significant impacts on the company's business performance.
Compliance risks Important	Despite the company's efforts to comply with various laws, regulations, and internal rules, employee misconduct or other wrongdoing could, depending on the nature of the issue, have significant negative impacts on the Group's business performance and social credibility.
Affiliated company-related risks Important	Inadequacies in Group-affiliated companies' risk management systems could lead to a variety of risk events that could result in significant negative impacts on Group business performance and public trust.

# **Compliance and Risk Management**

# **Information Security Initiatives**

The use of advanced digital technologies is driving radical changes in business and society (digital transformation) as well as major shifts in work styles. Against this backdrop, we are making efforts to create environments conducive to smart working while reinforcing security measures to address cyberattack risks and prevent data leaks. Targeted cyberattacks aimed at governments and companies are growing more sophisticated every year. To guard against

these increasingly diversified and complex information security threats going forward, we will continue to implement 24-hour monitoring using endpoint detection and response (EDR) to identify any suspicious activity on computers or servers and take prompt containment and other countermeasures.

Basic Policy on Information Security

#### Information Security Training

HR-led monitoring from recruitment onward							
• Information Security Management System (ISMS) training for new employees and employees in their 3rd year at the company	ZOOM meetings, 100% attendance						
ISMS training for mid-career hires	ZOOM meetings, 100% attendance						
ISMS training for temporary employees (as required)	Led by the Legal Affairs Department, in all departments under their charge						
Regular ISMS training							
H1 ISMS employee training	e-learning, 100% attendance						
H2 ISMS employee training	e-learning, 100% attendance						
ISMS training for information security management personnel	e-learning, 100% attendance						
Group-wide training (including overseas personnel)							
ISMS training for affiliated companies (summer, winter)	ZOOM meetings, 100% attendance						
ISMS for overseas bases	ZOOM meetings, 100% attendance						
Other (participation in meetings run by Legal Affairs Department)							
ISMS training meetings for officers and supervising officers responsible for legal compliance	ZOOM meetings						

### Global Group Security System Regulation (Overseas and Affiliated Companies)

We have adopted EDR throughout the Group, including in our overseas locations, and, in response to the increased use of mobile technologies and teleworking, are focusing on building a secure networked environment by utilizing a cloud proxy, allowing us to provide a communications

system with the same degree of security as our in-office system, whether employees are working at home or in another location outside the office. Going forward, we will continue working to enhance our global security based on the four elements of adaptive security.

### **Pursuing Adaptive Security**

Sumitomo Mitsui Corporation maintains external certification under ISO 27001 (ISMS) and works to ensure. operate, and continuously improve information security according to company-wide targets based on the ISO 27001 requirements. To this end, we established the Information Security Management Office in April 2021. As

we respond to the rapid advance of digitalization, we have adopted an adaptive security\*1 approach with the aim of further security enhancement. We are implementing measures to reinforce each of the four phases necessary for this approach: predict, prevent, detect, and respond.

#### Predict Prevent We conduct security evaluations and We utilize security tools, such as EDR, Overall system diagnoses via a specialist third-party Strategic barriers to guard against cyberattacks and research company, starting with design, effective and defense: other information security threats Group-wide information security risk design to fulfill physical, human. while providing target-specific assessments (including for overseas and infrastructure objectives, information security training and operations). As part of our supply llocation, proces periodic targeted e-mail attack drills neasures; security chain security measures, we also training and drills planning to improve information security conduct security assessments of our literacy Group-wide, including in our outsourcing partners. overseas operations. Pursuing Adaptive Security Respond Detect In order to minimize damage and We have reinforced surveillance of Early issue Incident response rapidly restore operations in the event unauthorized communications and detection, failure of a security incident, we have formed suspicious activity on networks and recovery, detection, sentine servers with 24-hour monitoring carried out by an SOC.\*2 In addition, a specialized incident response team maintenance. and monitoring that handles everything from ensuring emergency measures, repair systems, defense, to prevent internal misconduct an appropriate and prompt response to identifying and containing the vigilance we monitor and provide guidance scope of impact as well as subsequent on computer usage and avoiding unauthorized software use. corrective action tracking.

#### **Outside Director Perspective**



Takashi Uchino **Outside Director** 

Director Uchino applies his high-level expertise and wide-ranging insight, gained in his career as a university professor and expert in business administration, to enhancing the Board of Directors' supervisory function in relation to the running of the company, and to overall management matters

# Polishing Our Skills in Understanding Internal and External Conditions and Predicting Various Risks

Alongside my lengthy university career, \*1 lecturing in business administration, I have provided corporate consulting and guidance for corporate training and acted as an Independent Outside Director at another company. I aspire to use that experience to play a key role in the company's management and governance, thereby helping it toward a brighter future.

Sumitomo Mitsui Construction is a mid-size general contractor that nevertheless possesses unique technological capacities that cannot be found in any other company, and should be recognized as a veteran among veterans in the construction industry, founded by the two Sumitomo and Mitsui zaibatsu (large family-controlled conglomerates).

With domestic building construction, domestic civil engineering, overseas business, and new business & construction peripheral business as its four key areas of activity, the company continues to take on new challenges. We face risks relating to climate change; geopolitics; surges in energy, raw material, personnel, and other costs; finance; and a variety of other unpredictable factors in the business environment. In response, I believe that we must polish our skills in understanding internal and external conditions and predicting developments, and take reliable and well-timed action in response to these risks. In order to do this, I believe that working to further strengthen our risk management system at a company-wide level is absolutely critical.

In this era of VUCA,\*2 where forecasting is difficult, we must take our solid technological base as our starting point and devote our energies to sustainably increasing our overall capacity, combining our technological capacity with the strength of our on-site and general management, while effectively utilizing DX.

- \*1 Professor in the Faculty of Economics, Gakushuin University; now Professor Emeritus at the same institution
- \*2 VUCA stands for "volatility, uncertainty, complexity, and ambiguity," and describes the situation faced by businesses and wider society, in which it is becoming increasing difficult to

<sup>\*1</sup> Adaptive security: A form of security that flexibly adapts to specific goals or circumstances. advocated by Gartner (a leading IT research and consulting firm

<sup>\*2</sup> Security Operation Center, an external organization that monitors networks and devices, detects and analyzes cyberattacks, and advises on response measures, operating 24-hours a day, 365 days a year

### Directors



Shoji Kimijima 17/17 Born July 29, 1955

Apr. 1979 Joined Sumitomo Construction Co., Ltd.
Jun. 1999 General Manager, General Affairs Department,
Administration Division
Apr. 2003 General Manager, General Affairs Department,
Global Business Department of the Company
Apr. 2011 Executive Officer
Apr. 2013 Managing Executive Officer, Division Director,
Administration Division

Administration Division
Director
Senior Managing Executive Officer
Representative Director, Executive Vice President
Division Director, Administration Division
Director Chairman (to present)



Shigetoshi Kondo

17/17 9/9 Born December 24, 1965 Representative Director, President

Apr. 1988 Joined The Sumitomo Bank, Limited
Apr. 2010 Senior Credit Officer, Credit Department 1,
Middle Market Banking Unit,
Sumitomo Mitsui Banking Corporation
Deputy General Manager,
Asakusabashi Corporate Business Office
General Manager, Strategic Corporate Solution Center
General Manager, Strategic Corporate Business Department
Senior General Manager,
Senior Manager, Corporate Planning Department
and Affiliated Business Department of the Company
Managing Executive Officer, General Manager,
Corporate Planning Department
Senior Managing Executive Officer
Jun. 2019 Senior Managing Executive Officer
Director
Apr. 2020 Division Director, Corporate Planning Division
Representative Director (to present)
President (to present)



Toshio Shibata

Born December 8, 1962 Representative Director, Senior Managing Executive Officer Division Director, Civil Engineering

Apr. 1985 Joined Mitsui Construction Co., Ltd.
Apr. 2003 Civil Engineering Designing Department No.2,
Civil Engineering Administration Department,
Civil Engineering Business Division of the Company
Apr. 2012 General Manager, Civil Engineering Technical
Consulting Department, Civil Engineering Division
Apr. 2018 Executive Officer
Apr. 2019 General Manager, Tokyo Civil Engineering Branch
Apr. 2020 Managing Executive Officer, Division Director,
Civil Engineering Division (to present)
Director
Apr. 2022 Representative Director (to present),
Senior Managing Executive Officer (to present)



Takeshi Sagara

Born September 8, 1957 Senior Managing Executive Officer Senior Manager, Safety, Environment & Production

Management Division

In charge of Construction Inspection Joined Mitsui Construction Co., Ltd.

Apr. 1981 Joined Mitsul Construction Co., Ltd.
Apr. 2003 Construction Site Manager, Tokyo Building
Construction Branch of the Company
Jul. 2007 General Manager, Building Construction Department,
Kyushu Branch
Apr. 2012 General Manager, Kyushu Branch
Apr. 2013 Executive Officer

Apr. 2012 Gerielan Wahlager, Ayushu Brainch
Apr. 2015 Executive Officer
Apr. 2015 Managing Executive Officer, Overall in charge of
Construction, Building Construction Division
Apr. 2016 Division Director, Production Management Division
Apr. 2019 Senior Managing Executive Officer (to present),
Division Director, Safety, Environment &
Production Management Division
Division Director, Safety, Environment &
Production Management Division (to present)
Jun. 2021 Director (to present)
Apr. 2023 Chief Officer, Construction Committee Meeting of
Building Project (to present)



Sakio Sasamoto

9/9 Director (Outside Director)

Apr. 1974 Joined Nippon Kokan Corporation Dec. 1999 General Manager, Real Estate Department Apr. 2001 General Manager, Legal & General Administration

Department
Apr. 2003 Executive Assistant, General Administration and Legal Division, JFE Holdings, Inc.
Apr. 2005 Vice President, General Manager, General Administration and Legal Division
Aug. 2005 Vice President, General Manager, General Administration Department
Apr. 2008 Senior Vice President
Jun. 2009 Representative Director, President, and CEO
JFE LIFE CORPORATION

Jun. 2012 Audit & Supervisory Board Member, JFE Holdings, Inc. Jun. 2016 Outside Director of the Company (to present)



Jun Sugie

Born June 23, 1956 Director (Outside Director)

Apr. 1979 Joined former Ministry of Finance
Jul. 2007 Deputy Commissioner, Large Enterprise
Examination and Criminal Investigation
Department, National Tax Agency
Jul. 2008 Regional Commissioner, Kantoshinetsu Regional
Taxation Bureau
Jul. 2009 Deputy Commissioner (International Afficia)

Jul. 2009 Deputy Commissioner (International Affairs), Commissioner's Secretariat, National Tax Agency Jul. 2011 Regional Commissioner, Tokyo Regional Taxation

Dec. 2012 Deputy Director-General, Japan Securities

Dec. 2012 Deputy Director-General, Japan Securities Depository Center, Incorporated Jun. 2014 Managing Director, Japan Securities Depository Center, Incorporated Managing Director, JASDEC DVP Clearing Corporation Jul. 2015 Senior Executive Officer, Japan Securities

Jul. 2015 Senior Executive Officer, Japan Securities
Depository Center, Incorporated
May 2017 Outside Director, IDOM Inc. (to present)
Apr. 2018 Vice Chairman and Executive Director, The
Investment Trusts Association, Japan (to present)
Jun. 2019 Outside Director of the Company (to present)



Tamao Hosokawa

17/17 9/9 Born July 12, 1968 Director (Outside Director)

May 1993 Became a journalist (to present) Oct. 2003 Member of Shinagawa Ward Board of Education

Apr. 2004 Part-time lecturer (modern politics), Seisa University Jan. 2016 Director, Chiba Institute of Technology Jun. 2017 Director, Japan Institute for National undamentals (to present)

Jun. 2019 Outside Director of the Company (to present) Apr. 2021 Member of Gender Equality Bureau, Cabinet Office (to present), Member of Council for Information Disclosure and Tokyo Metropolitan Government (to present)



Tsukasa Kawada

9/9 Born March 28, 1955 Director (Outside Director)

Apr. 1977 Joined Ministry of Foreign Affairs
Jan. 1995 Director, Human Rights and Refugee Division,
Foreign Policy Bureau, Ministry of Foreign Affairs
Feb. 1999 Counsellor, Japanese Embassy in the Philippines
Feb. 2001 Minister, Japanese Embassy in France
Jun. 2003 Deputy Director-General for Press and Public Diplomacy
Aug. 2005 Consul-General of Japan in Stydney
Sep. 2007 Consul-General of Japan in Strasbourg
Jul. 2009 Chief of Protocol, Headquarters of the Governor of Tokyo
Jun. 2010 Director-General, Consular Affairs Bureau,
Ministry of Foreign Affairs

Jun. 2010 Director-General, Consular Affairs Bureau, Ministry of Foreign Affairs

Sep. 2011 Ambassador Extraordinary and Plenipotentiary to Algeria Oct. 2014 Ambassador Extraordinary and Plenipotentiary in charge of International Cooperation for Countering Terrorism and International Organized Crime

Jun. 2016 Ambassador Extraordinary and Plenipotentiary in charge of Okinawan Affairs

Jun. 2018 Ambassador Extraordinary and Plenipotentiary to Poland Nov. 2020 Retired from Ministry of Foreign Affairs

Feb. 2021 Advisor to Mitsuis Sumitomo Insurance Company, Limited (to present)

Limited (to present)
Jun. 2021 Outside Director of the Company (to present)



Takashi Uchino Born November 17, 1951 Director (Outside Director)

Apr. 1982 Full-Time Lecturer, Department of Management, Faculty of Economics, Gakushuin University Apr. 1989 Associate professor, Department of Management, Faculty of Economics, Gakushuin University

Apr. 1990 Professor, Faculty of Economics, Gakushiuin University
Apr. 1992 General Manager, Corporate Planning Division,
The Gakushiin School Corporation

Jun. 2013 Outside Director, Kandenko Co., Ltd.
Oct. 2013 Representative Chair, Institute of Management Studies, Japan (to present)

Apr. 2019 Professor emeritus, Gakushuin University (to present) Jun. 2023 Outside Director of the Company (to present)

# **Audit & Supervisory Board Members**



Michio Harada

Born November 25, 1958 Audit & Supervisory Board Member (Full-time)

Aizou Murakami

Audit & Supervisory Board Member (Outside Audit & Supervisory Board

6/9

Apr. 1974 Registered as an attorney-at-law Jun. 2000 Outside Auditor, RISO KĀGAKU CORPORATION Apr. 2001 Executive Governor, Japan Federation of Bar Associations Jun. 2002 External Auditor, Airport Facilities Co., Ltd. Jul. 2005 Established Kioicho General Law Office,

Representative (to present)

Jun. 2012 Outside Director, Shibaura Institute of Technology

Jun. 2012 Audit & Supervisory Board Member of the

Company (to present)

Born October 16, 1948

Apr. 1981 Joined Sumitomo Construction Co., Ltd.
Apr. 2003 Intensive Business Support Center, Accounting Department,
Treasury Management Division of the Company
Accounting Team Leader, General Affairs
Department, Hokkaido Branch
Jun. 2011 General Manager, Audit Department
Jun. 2018 Audit & Supervisory Board Member (Full-time) (to present)



Yoshiyuki Kato

Born August 4, 1959 Audit & Supervisory Board Member (Full-time) (Outside Audit & Supervisory Board Member)

Apr. 1982 Joined The Sumitomo Trust and Banking Company, Limited Jun. 2006 General Manager, Kichijoji Branch Feb. 2008 General Manager, Retail Business Development Department Apr. 2009 General Manager, Business Development Department May 2010 Head Office Executive, Internal Audit Department, Sumitomo Mitsui Trust Holdings, Inc.
Apr. 2012 Joint General Manager, Internal Audit Department, Sumitomo Mitsui Trust Holdings, Inc.
Apr. 2012 Joint General Manager, Internal Audit Department, Sumitomo Mitsui Trust Bank, Limited Jun. 2012 Audit & Supervisory Board Member (full-time) of the Company (to present)
Nov. 2022 Auditor, Japan Audit & Supervisory Board Members Association



Kazushi Nozawa

Born May 13, 1961 Audit & Supervisory Board Member (Full-time)

Apr. 1984 Joined Mitsui Construction Co., Ltd.
Apr. 2012 General Manager, Administration Department,
Hiroshima Branch
Mar. 2014 General Manager, Administration Department,
Hiroshima Branch
General Manager, Safety & Environment Department
Nov. 2014 General Manager, Administration Department,
Hiroshima Branch
Apr. 2018 General Manager, Audit Department
Jun. 2023 Audit & Supervisory Board Member (Full-time) (to present)



Harumasa Kurokawa

6/6 Born June 5, 1957

Audit & Supervisory Board Member (Outside Audit & Supervisory Board Member)

Apr. 1981 Joined Sumitomo Metal Mining Co., Ltd.
Jun. 2004 General Manager of Toyo Smelter & Refinery,
Copper & Precious Metals Business Unit,
Non-Ferrous Metals Division
Jan. 2007 General Manager of Niihama Nickel Refinery,
Non-Ferrous Metals Division
Apr. 2008 General Manager of Administration Department,
Non-Ferrous Metals Division
Jun. 2011 Executive Officer, Senior Deputy General Manager
of Non-Ferrous Metals Division
Jun. 2013 Executive Officer, Senior Deputy General Manager
Specutive Officer, Senior Deputy General Manager

Jun. 2011 Executive Officer, Senior Deputy General Manager of Non-Ferrous Metals Division
Jun. 2013 Executive Officer, Senior Deputy General Manager of Technology Division
Jun. 2014 Managing Executive Officer, General Manager of Technology Division
Jun. 2017 Director, Senior Managing Executive Officer,
Director, Senior Managing Executive Officer,
Director, Senior Managing Executive Officer,
General Manager of Battery Materials Division
Jun. 2019 Advisor to ENVIPRO HOLDINGS Inc. (to present)
Nov. 2020 Advisor to ENVIPRO HOLDINGS Inc. (to present)
Project Professor, Institute of Industrial Science,
The University of Tokyo to present)
Jun. 2022 Audit & Supervisory Board Member of the
Company (to present)

Skills

In order to maintain a system capable of carrying out the business activities as one of those listed on the Prime Market of the Tokyo Stock Exchange, our Board of Directors is comprised of members who have knowledge about corporate management, sales and marketing, technology and IT, Risk management/compliance/auditing, as well as global competence sustainability diversity promotion and human resource development to ensuring balance in terms of diversity, including gender and nationality.

# Skills Matrix

			Skills expected of Directors Corporate management							
Name	Attribution	Position	Corporate Management	Sales and marketing	Technology and IT	Finance and accounting	Risk management, compliance, and auditing	Global competence	Sustainability	D&I promotion and human resource development
Shoji Kimijima	Male	Director, Chairman	•	•		•	•	•		•
Shigetoshi Kondo	Male	Representative Director, President	•	•		•	•		•	
Toshio Shibata	Male	Representative Director, Senior Managing Executive Officer	•	•	•			•	•	
Takeshi Sagara	Male	Director, Senior Managing Executive Officer	•	•	•		•			
Sakio Sasamoto	Independent / Male	Outside Director	•	•			•			•
Jun Sugie	Independent / Male	Outside Director	•	•		•	•	•	•	•
Tamao Hosokawa	Independent / Female	Outside Director		•				•	•	•
Tsukasa Kawada	Independent / Male	Outside Director				•	•	•		•
Takashi Uchino	Independent / Male	Outside Director	•	•	•	•	•		•	•
Michio Harada	Male	Auditor, Audit & Supervisory Board Member (Full-time)				•	•			
Yoshiyuki Kato	Independent / Male	Outside Audit & Supervisory Board Member (Full-time)		•		•	•			
Kazushi Nozawa	Male	Auditor, Audit & Supervisory Board Member (Full-time)				•	•			
Aizou Murakami	Independent / Male	Outside Audit & Supervisory Board Member	•				•		•	
Harumasa Kurokawa	Independent / Male	Outside Audit & Supervisory Board Member	•	•	•		•	•		