99 TOKYO CENTURY CORPORATION 100

Board of Directors

15

The Board of Directors deliberates on and makes decisions about the policies, strategies, business plans, and other key management issues of the Company and Group companies as well as matters specified by prevailing laws and regulations, the Articles of Incorporation, and rules governing the Board. It also supervises the execution of operations by directors and executive officers.

Chairperson: Koichi Baba

President & CEO, representative director Number of Members: 13 (5 of whom are external directors)

Board of Corporate Auditors

by directors and executive officers.

The Board of Corporate Auditors meets regularly and executes independent and fair audits of the compliance and appropriateness of corporate activities, including the performance of duties

Chairperson: Futoshi Okada

Standing corporate auditor

(External corporate auditor)

Number of Members: 4 (2 of whom are external corporate auditors)

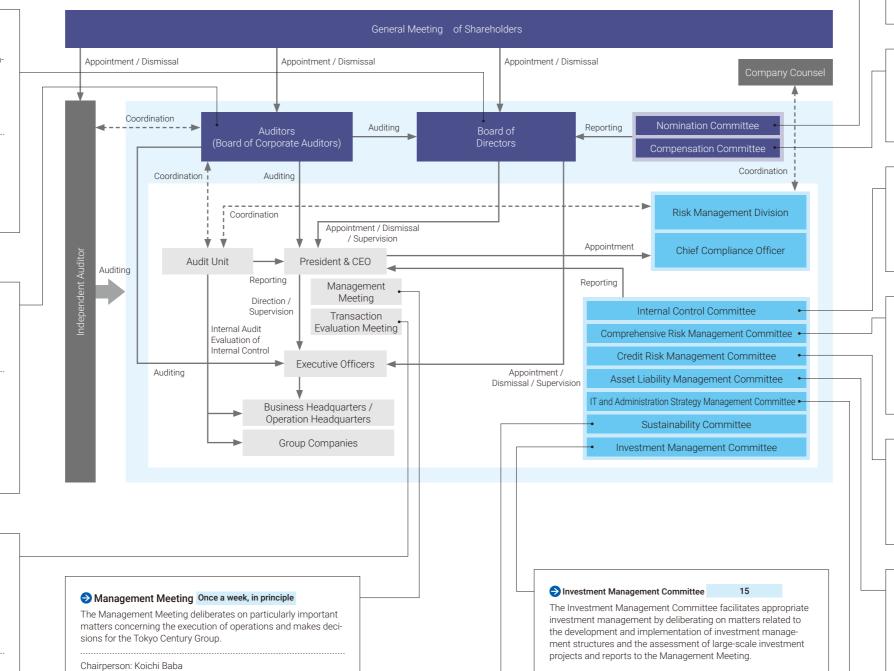
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Transaction Evaluation Meeting Once a week, in principle

The Transaction Evaluation Meeting discusses and makes decisions about major business transactions being considered by Tokyo Century and Group companies as well as transactions that warrant complex risk analysis.

Chairperson: Ko Nakagawa Managing executive officer

Number of Members: 8



Sustainability Committee

the Management Meeting.

The Sustainability Committee reports, plans, promotes, and over-

cusses important issues related to sustainability; and reports to

sees the Tokyo Century Group's sustainability activities; dis-

President & CEO, representative director

Number of Members: 8

Nomination Committee

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As an advisory body to the Board of Directors primarily consisting of external directors, the Nomination Committee deliberates on the nomination of candidates for director and corporate auditor positions and reports to the Board of Directors

Compensation Committee

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As an advisory body to the Board of Directors primarily consisting of external directors, the Compensation Committee discusses matters such as director compensation systems and policies and reports to the Board of Directors.

→ Internal Control Committee

4

The Internal Control Committee discusses general internal control matters, including the evaluation of the effectiveness of the financial reporting system and the scope of evaluation, in order to ensure the internal control system functions effectively, and reports to the Management Meeting.

Comprehensive Risk Management Committee

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The Comprehensive Risk Management Committee discusses matters such as the construction of the risk management system and approaches to measuring risk while periodically assessing the Company's risk exposure and reporting to the Management Meeting.

Credit Risk Management Committee

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The Credit Risk Management Committee discusses matters including the Tokyo Century Group's credit portfolio as a whole and credit risk management and reports to the Management Meeting.

Asset Liability Management Committee

4

The Asset Liability Management Committee discusses matters relevant to managing market, liquidity, and other risks—in order to identify and minimize the exposure of assets and liabilities to risks, including fluctuations in interest and foreign currency exchange rates—and reports to the Management Meeting.

The IT and Administration Strategy Management Committee discusses matters including the IT strategies, IT investment plans, and administrative system plans of Tokyo Century and Group companies and reports to the Management Meeting.