As a company with an Audit &

business transactions and expand our business. On the other hand, if we determine that the

3) Policies and Procedures for Board of Directors

The details of the appointment policy of candidates for the Audit & Supervisory Board Members, the procedures for determining proposals on appointment of the Audit & Supervisory Board Members, the necessity of appointing a substitute for any Audit & Supervisory Board Member, etc. are determined in advance upon prior consultation between the Audit & Supervisory Board

(Supplementary Principle 4-11-

We promote dialogue with the shareholders, investors and proxy advisors with the aim of constructive dialogue that contributes to our sustainable corporate growth and improvement of corporate value in the mid-to-long term.

(1) The General Manager of the Corporate Management Division generally organizes such constructive dialogue with the shareholders.

(2) T

conflicts of interests with ordinary

Officers) and improving the supervisory function of the Board of Directors.
The one person indicated in the ñOthersò section is an Independent Audit & Supervisory Board Member.

a. Executive of

			contributing to interests of shareholders.
Atsushi Iwasaki		Mr. Iwasaki is an Independent Officer who has no risk of having	

of NH Group;

5. The Outside O

the standard pay. The performance-based compensation is set in the range of 0-40% according to the annual business performance and individually established goal attainment level.

(2) The stock acquisition-based compensation intended to reflect medium and long term business performance is a monthly fixed amount. Each Director will acquire shares of the

(Board of Independent Officers*

shall be limited in accordance with Article 427, Paragraph 1 of the Companies Act and the provisions under the Articles of Incorporation. The limitation of liability for damage under such agreement s" c

The Board of =D 3

Regular Briefing Sessions for

Guidelines so as to bring the Corporate Philosophies to fruition under the Corporate Philosophies and Business Principles. The Corporate Officers and employees of the Group comply with it.

2) The Corporate Officers of the Group take initiative in complying with

(5)

6. Systems to secure the appropriateness

the Group to directly report an incident within and outside the Group, and the Company

3) The staff for the Audit & Supervisory Board Members dedicates all of their work time

1)

(7) Financial difficulty of any business partner;

(8) Uncollectable or delayed receivables;

(9) Suspension of transactions with any business partner;

(10 9)