March 24, 2015

FOR IMMEDIATE RELEASE

Name of listed company: ZENRIN Co., Ltd.
Representative: Zenshi Takayama
President and CEO
(Securities code: 9474)
Contact: Masami Matsuo
Executive Officer, and Head of
Corporate Management Division
(TEL: +81-93-882-9050)

Notice of Partial Amendments to the Basic Policy for Establishing the Internal Control System

ZENRIN CO., Ltd. announced that it made a resolution to partially amend its Basic Policy for Establishing the Internal Control System at the board of directors' meeting held on March 24, 2014, as described below. The amendments are underlined.

1. System to ensure that execution of duties by the directors and employees complies with laws, regulations and the Articles of Incorporation of the Company
   (1) The Company shall set up the CSR Management Regulations to establish behavioral guidelines regarding companywide compliance to ensure that its directors and employees execute their duties in compliance with laws, regulations and its Articles of Incorporation and that they perform their social responsibilities and act in accordance with corporate ethics. The Company shall also document the behavioral guidelines and fully notify its directors and employees.
   (2) The Company shall appoint a director in charge of compliance management (as well as risk management) to establish and maintain its compliance system, and establish the Dedicated Compliance Committee as an advisory and implementation organization of important compliance matters to check the status of compliance management.
   (3) Each Division shall be designated as a compliance implementation division, and shall plan and implement preventive measures of its own pursuant to the provisions of the CSR Management Regulations.
   (4) The Company shall continuously and periodically conduct compliance education of its directors and employees to deepen their knowledge on compliance and foster consciousness of respecting compliance.
   (5) Employees shall report to the Company when they discover any evidences or possibilities of legal violations with regard to their workplace or tasks.
   (6) The Company shall establish the Whistle-Blower Contact Management Regulations and set up a contact to which internal and external whistle-blowers can report actual violations of acts with which there are legal obligations, etc. to comply. In this regard, the Company shall guarantee the anonymity of the whistle-blowers upon their request, and must not treat them in a disadvantageous manner.

2. System concerning storage and management of information on the execution of duties by the directors

(1) Information on the execution of duties by directors shall be appropriately stored and managed in accordance with the Documentation Regulations in regard to preparation, storage and abolishment of documents.

3. Policies and other systems regarding management of risk of loss

(1) The Company shall establish Risk Management Regulations as basic principles to comprehensively and appropriately manage various internal and external risks associated with the Company's corporate activities to maintain and enhance its corporate value. The Company shall also establish Risk Management Policies that comprise the Behavioral Guidelines for Risk Management and basic risk management items based on the Guidelines, documenting them and fully notifying its directors and employees.

(2) The Company shall appoint a director in charge of risk management to manage and supervise the establishment and maintenance of the Company's risk management system based on the Risk Management Policies, and establish the CSR Committee as an advisory and implementation organization to check the status of risk management.

(3) Each Division shall implement risk management as a risk management implementation division, pursuant to the provisions of the Risk Management Regulations.

4. System to ensure efficient execution of duties by directors

(1) The Board of Directors shall establish business plans (medium- to long-term management plans and annual business plans) to clarify the objectives to be attained by the Company.

(2) The Company shall allocate and delegate authority to relevant directors and organizations based on the management mechanism and operational responsibilities designated by the Board of Directors, to quicken decision-making.

(3) With regard to important management matters that may impact the Company or all companies of the ZENRIN Group, decisions shall be made cautiously following multi-dimensional investigations by the Board of Directors meetings and other meetings.

5. System to ensure the propriety of operations carried out by the corporate group comprising the Company and its subsidiaries

(1) The Company shall establish the Group Compliance Policy in an effort to establish the compliance system of the entire ZENRIN Group.

(2) The Company shall set up a division in charge of administrating the Group companies, establish the administration regulations regarding the Group companies, and administrate them as needed in accordance with the status of the Group companies.

(3) The director in charge of compliance management (as well as risk management) shall work to access the risks of the entire Group and establish and operate the risk management system pursuant to approval by the CSR Committee.

(4) Transactions within the Group shall be conducted appropriately in light of laws and regulations, accounting principles, tax laws and other social norms to maintain fairness.

(5) The Internal Audit Office shall conduct internal audits of Group companies to secure effectiveness and appropriateness of internal controls over the entire operations of the Group companies.

(6) The auditors shall maintain close coordination with the independent auditor and the Internal Audit Office to effectively and justly conduct monitoring and audits of the entire ZENRIN Group.

6. Matters concerning employees to assist the auditors' duties when the auditors request appointment of such employees

(1) The Company shall set up a post in charge of the Board of Auditors for employees to assist the auditors, and appoint necessary personnel to the post.

7. Matters concerning the independence of employees, in the preceding paragraph, from directors

(1) The employees in charge of the Board of Auditors shall be exclusively assigned to the task to secure their independence and the effectiveness of directions by the auditors. The evaluation, transfer and other treatment of such employees shall be made after obtaining prior consent of the Board of Auditors.

8. System for reporting to the auditors by the directors and employees, and other systems for reporting to the auditors

(1) The directors and employees shall report to the auditors when matters that may cause significant losses for the Company have occurred or are likely to occur and when illegal or unjust actions by the directors or employees are found. In addition, they will also report other matters, required by the Board of Auditors, to the auditors.

(2) The Company and Group companies shall respectively create an appropriate system for whistle-blowing and reporting illegal or unjust actions. Under such systems, no one shall be treated disadvantageously for any whistle-blowing or reporting.

(3) The directors in charge of business operations shall report the risk management systems of the divisions that they are responsible for to the auditors based on the audit plans presented by the Board of Auditors.

9. Other systems to ensure that audits are effectively implemented by the auditors

(1) The directors and employees shall deepen their understanding of audits by the auditors, and work to enhance the environment for audits by the auditors.

(2) The auditors shall hold periodical sessions to exchange opinions with the representative directors in an effort to conduct appropriate communication with them and effectively implement audits.

(3) The auditors shall coordinate with the Internal Auditing Office to implement effective audits.

(4) The directors shall prepare an environment in which the auditors can coordinate with external experts such as attorneys at law, certified public accountants and tax accountants when it is deemed necessary by the auditors for implementing their duties.

(5) Upon request, the Company shall promptly pay the expenses required for implementing the duties of the auditors.

10. Control of financial reporting

(1) The Company is continuously working to enhance the system to maintain and improve the effectiveness of internal control of financial reporting, and will endeavor to set up accounting regulations and operational rules as well as sophisticated relevant information systems.

(2) With regard to the settlement of accounts, the Company shall hold a Review Session on Policies of

Settlement of Accounts immediately before settling accounts and a Reporting Session on Settlement of Accounts after settling accounts to exchange opinions and investigate and discuss the countermeasures with the Independent Auditor.

11. Basic thinking for excluding anti-social forces and the current status of the Company's initiatives

(1) The Company prescribes in its Charter of Corporate Behavior that it will resolutely confront anti-social forces that threaten the order and stability of civil society, and ensure that everyone in the Company is informed of specific codes of conduct.

The Company believes that resolutely confronting anti-social forces to exclude any relationship with them represents not only a necessary and important endeavor from the perspective of corporate social responsibilities but is also an indispensable request from the perspective of corporate protection, which embodies the essence of compliance. With this recognition, the Company will conduct measures to prevent any damages caused by anti-social forces.

(2) The Company positions the General Affairs & Personnel Division as the central department to implement countermeasures against anti-social forces and appoints dedicated staff, as well as works to formulate action manuals to enable appropriate and prompt actions against them.

(3) The Company participates in activities conducted in local communities or in the industry by external dedicated institutions for the purpose of eliminating anti-social forces, and works to establish close relationships with such dedicated institutions, collect relevant information and enlighten its officers and employees on appropriate actions.

Disclaimer: This translation is for informational purposes only. If there is any discrepancy between the Japanese version and the English translation, the Japanese version shall prevail.