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ALPS ALPINE CO., LTD.
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Securities Code: 6770, TSE Prime Market
www.alpsalpine.com/e/ir/index.html

The corporate governance of ALPS ALPINE CO., LTD. (the "Company") is described below.

I. Basic Views on Corporate Governance, Capital Structure, Corporate Attributes and Other Basic Information

1. Basic Views

The Group defines corporate governance as the "establishment and operation of frameworks for realizing efficient and appropriate decision-making and execution of business affairs by senior management, prompt reporting of outcomes to stakeholders, and sound, efficient and transparent business administration, for the purpose of heightening corporate value." Its basic approach, placing importance on maximizing benefits for stakeholders including shareholders, customers, local communities, and employees, is to maximize corporate value and deliver benefits directly or indirectly to stakeholders in a balanced way, satisfying their respective interests. Furthermore, in order to fulfill the responsibilities to all stakeholders and realize effective corporate governance as a business entity, the Company has established "ALPS ALPINE CO., LTD. Corporate Governance Policies" and disclosed the Policies on the Company's website.

[Reasons for Non-compliance with the Principles of the Japan's Corporate Governance Code]

The Company complies with every principle of corporate governance in accordance with Japan's Corporate Governance Code (as revised in June 2021).

[Disclosure Based on the Principles of the Japan's Corporate Governance Code] Updated

[Principle 1.3 Basic Strategy for Capital Policy]

The Company's basic policy for capital policy is to ensure sound finances by surely executing short and mid-term tasks, and to seek a balance between growth investments for future business development and strengthening competitiveness and shareholder returns in an aim to enhance corporate value.

(i) Growth investments

While selecting investments that match our business portfolio and being aware of capital efficiency, we will maximize corporate value by making growth investments such as investments to launch new businesses and new products, investments to expand production capacity for increasing production, investments in the automation of processes to address labor shortages, investments in DX to improve productivity, and M&As aimed at achieving discontinuous growth.

(ii) Sound finances

The Company is responsible for the long-term, stable supply of products to customers in the automotive, consumer product, and industrial machinery markets, and a sound financial base is required by our customers to win and maintain business. In addition, we need a sound financial base capable of handling unforeseen events such as sudden economic crises which are said to occur once in several decades or large-scale natural disasters. Our guidelines for a sound financial condition are a domestic credit rating of A, an equity ratio of approximately 50%, and a positive net cash balance.

(iii) Shareholder returns

We have adopted the dividend on equity (DOE) with a target of 3% in order to ensure stable and continuous returns over the medium to long term. This policy began in fiscal 2024 and will be implemented for four years in principle, and will be reviewed as needed when the 4th Mid-Term Business Plan starts in fiscal 2028. Note that this policy may be revised in the event of unforeseen circumstances such as a major economic crisis during the relevant period. As for additional returns such as the acquisition of treasury shares, the Company's policy is to make a comprehensive decision, taking into account comparisons with other investment projects, capital efficiency, and the financial position.

[Principle 1.4 Cross-Shareholdings]

The Company's basic policy is to hold cross-shareholdings only when it is judged that they will contribute to improving the Company's corporate value from a medium- to long-term perspective, with the aim of maintaining and strengthening strategic business relationships.

Furthermore, the Board of Directors annually confirms the necessity of continued holdings based on evaluation standards with respect to, among others, the purpose of holding, medium- to long-term outlook, and economic rationale, and shareholdings where the significance of holding is not recognized or shareholdings where the rationale has diminished will be sold or reduced after dialogue and negotiation with the counterparty.

The Company exercises the voting rights as to cross-shareholdings after considering the content of the proposal and determining whether the exercise will contribute to an increase in the value of stock of the company with which the Company has cross-shareholdings as well as in the Company's corporate value from the medium- to long-term perspective.

[Principle 1.7 Related Party Transactions]

The Company stipulates in the bylaws for the Board of Directors that when the Company or its related company has transactions with a Director or a company virtually controlled by a Director, approval of the Board of Directors for the transaction is required. For other related party transactions, the Board of Directors engages in deliberations regarding transactions that are worth a large amount or transactions that have a considerable impact on the company's management and credibility.

The Company has established related-party management rules as internal company rules. The Company ensures the rational justification of transactions (business necessity thereof) and the suitability of transaction conditions, and builds a system for appropriately keeping those transactions in check.

[Principle 2.4.1 Ensuring Diversity in Companies, Including Active Participation of Women]

The Company believes it is important to ensure diversity in the promotion of core human resources, etc. in order to increase corporate value. Based on this recognition, as a response toward ensuring diversity, the views on recruitment in the Group's human resource policy call for acceptance of diverse human resources regardless of their nationality, gender, age, and so forth. Moreover, the Company has set a 6% target for its ratio of women in management positions by 2024, and furthermore plans to hire more foreign nationals and experienced candidates than the present in the process of taking action to achieve that target.

At the same time, based on the idea of respect for humanity, which is philosophy of its personnel system, the Company establishes and operates the personnel system on the basis of their roles, abilities and performance, offers opportunities for self-realization, and supports their career design.

As of March 31, 2024, the ratios of women, foreign nationals and experienced candidates in all management positions were as follows.

Attributes	Ratio in management positions
Women	3.5%
Foreign nationals	1.6%
Experienced candidates	19.2%

Specific initiatives for diversity, human resource development, etc. are presented in the Integrated Report.

* Integrated Report 2023
https://ssl4.eir-parts.net/doc/6770/ir_material_for_fiscal_ym5/164301/00.pdf

[Principle 2.6 Fulfillment of roles as a Corporate Pension Asset Owner]

The Company's corporate pension fund is constituted of a board of representatives, an executive board and an asset management committee. The members of the board of representatives, the executive board and the asset management committee include the Company's officers of Corporate Accounting and Corporate Treasury Departments or those having expertise in management of funds including former officers of the departments. The asset management committee determines the management policy and checks the status of the fund management.

The Company's corporate pension fund selects instruments to invest in from the viewpoint of long-term and stable returns, and also ensures appropriate management after investments by monitoring the performance status of the invested instruments and compliance with the investment guidelines every month, and receiving reports from asset managers for the invested instruments every quarter over their management and performance.

[Principle 3.1 Full Disclosure]

(1) Company objectives (e.g., business principles), business strategies and business plans

The Company's corporate vision comprising corporate philosophy, management approach, and business vision, and its medium- to short-term business plans are disclosed in the Company's website, materials for briefings on earnings announcement, and integrated reports.

Since we reset the 2nd Mid-Term Business Plan in fiscal 2024 and positioned it as a period for management structure reforms. We disclosed the management structure reforms, including a portfolio reform and cost structure reform, and the implementation system for them at the results briefing FY2023 and at the management structure reform briefing held on June 5, 2024. The materials for the above briefings are available on our website.

* Corporate Vision
  https://www.alpsalpine.com/e/company/vision/

* Results Briefing FY2023
  https://ssl4.eir-parts.net/doc/6770/ir_material_for_fiscal_ym4/155009/00.pdf

* Management Structure Reform Briefing
  https://ssl4.eir-parts.net/doc/6770/ir_material_for_fiscal_ym4/157321/00.pdf

(2) Basic views and guidelines on corporate governance based on each of the principles of the Code

Basic views and guidelines on corporate governance are presented in "1. Basic Views" above.

(3) Board policies and procedures in determining the remuneration of the senior management and Directors

Board policies and procedures in determining the remuneration of the senior management and Directors are presented in "II. 1. [Director Remuneration] Disclosure of Policy for Determining Remuneration Amounts or Calculation Methods Thereof" of this report.

(4) Board policies and procedures in the appointment/dismissal of the senior management and the nomination of candidates for Directors

- Policy and procedures for the nomination

The Company has established criteria for appointment of Directors and Vice Presidents to ensure that individuals who have sufficient ability and qualifications are designated as Directors including the senior management. Meanwhile, the Company has made it a policy to nominate and appoint individuals who have strong capability to make management decisions, foresight, insight and other capacities as well as respect for legal compliance and high ethical standards as candidates for Director and senior management.

The Nomination Advisory selects candidates for Directors and Vice Presidents through consultation with the Board of Directors by also taking into account discussions on a succession plan for the CEO and the composition of the Board of Directors, and makes recommendations to the Board of Directors.

Furthermore, in case that the Company finds any Vice Presidents not fitting the criteria for appointment, the Board of Directors resolves a dismissal.

(5) Board explanations with respect to the individual appointments/dismissals and nominations based on (4) above when appointing/dismissing senior management and nominating candidates for Directors

Explanations for the individual nominations of Directors and Audit and Supervisory Committee Members are included in the Notice of Convocation of the General Meeting of Shareholders, which is available on our website.

Notice of Convocation of the 91st Ordinary General Meeting of Shareholders

https://ssl4.eir-parts.net/doc/6770/ir_material_for_fiscal_ym4/157321/00.pdf

[Supplementary Principle 3.1.3 Disclosure of Sustainability Initiatives in Disclosure of Business Strategies, etc.]

(1) Sustainability initiatives

The Company aims at "achieving a balance between maximizing stakeholder value and both CSR and ESG," and it views the fulfillment of social responsibility through ESG management as an essential management issues for a company's sustainable growth and the maximization of its value. We have set Materiality including sustainability issues, and aim to achieve our corporate philosophy of "creating new value that satisfies stakeholders and is friendly to the Earth" by incorporating the Materiality into policies and plans for the entire company and each division to conduct activities.

From fiscal 2024, the previous Sustainability Promotion Committee was reorganized into a Sustainability Committee, composed mainly of officers. The Board of Directors monitors and oversees sustainability issues, while the Sustainability Committee is responsible for executive management and reporting to the Board of Directors, as a structure that enables a review of sustainability issues at the Management Meeting level and speedier decision-making.

For details, please refer to "2 Business Overview, 2. Sustainability Policy and Initiatives" in the securities report, the integrated report, and the Company's website.

The Company declared its support for the TCFD in fiscal 2020, and discloses information based on the TCFD framework.

(2) Investment in human capital

We have inherited the concept of "believing in people" since our foundation, and we are striving to harmonize the needs of the Company and individuals so that each individual can take on the challenge of a higher level of work by supporting by trusting in the abilities of individuals and providing opportunities for skill development and support, based on the individual's willingness and actions toward self-realization. In addition, we have set "nurturing of human resources and promotion of job satisfaction," "diversity and inclusion," "respect for human rights," and "workplace environment, safety, and hygiene" as material issues (Materiality), and we are pursuing various activities to achieve and execute human resources strategies linked to management strategies and business strategies.

For details, please refer to "2 Business Overview, 2. Sustainability Policy and Initiatives" in the securities report, the integrated report, and the Company's website.

* Website (Sustainability activities)
  https://www.alpsalpine.com/e/csr/

[Supplementary Principle 4.1.1 Scope of the Matters Delegated to the Management]

The Company stipulates the scope of matters delegated to Directors in the rules and bylaws for the Board of Directors, which is resolved by

the Board of Directors, with respect to matters requiring resolution of the Board of Directors that are stipulated in laws and regulations and the Articles of Incorporation, as well as the management policy, medium- to short-term business plans and other important matters regarding the business management.

Furthermore, the Company facilitates delegation to senior management (Vice Presidents) over important decision-making on business execution in order to speed up the decision-making process in response to changes in the business environment.

[Principle 4.9 Independence Standards and Qualification for Independent Outside Directors]

The Company has appointed Independent Outside Directors in accordance with requirements for Outside Directors stipulated in the Companies Act, the independence standards of Tokyo Stock Exchange, Inc. and the criteria for appointment of Directors including Outside Director independence criteria stipulated in the Company's Corporate Governance Policies. The criteria for appointment of Directors are presented in "II. 1. [Independent Officers] Matters relating to Independent Officers" of this report.

Regarding the qualifications of Outside Directors, the reasons for their appointment are stated in II 1 [Directors] Outside Directors' Relationship with the Company (2) of this report.

[Supplementary Principle 4.10.1 Involvement and Advice of Independent Outside Directors with regard to Nomination and Remuneration]

As advisory bodies to the Board of Directors, the Company has established Nomination Advisory Committee and Remuneration Advisory Committee. Independent Outside Directors form a majority on each advisory committee, which is chaired by an Independent Outside Director. The Nomination Advisory Committee selects candidates for Directors and Vice Presidents through consultation with the Board of Directors by also taking into account discussions on a succession plan for the CEO as well as the diversity of Directors and skills sought by the Company, and makes recommendations to the Board of Directors.

In addition, on remuneration for Directors excluding Audit and Supervisory Committee Members, the Board of Directors has resolved to delegate decisions to the Remuneration Advisory Committee, and the said committee makes such decisions.

[Supplementary Principle 4.11.1 Views on the Appropriate Balance between Knowledge, Experience and Skills of the Board of Directors as a Whole and Diversity and Appropriate Board Size]

The Company has created a skills matrix listing knowledge and expertise that Directors are expected to harness in demonstrating their skills, and has disclosed it in the Notice of Convocation of the General Meeting of Shareholders, integrated reports, the Company's website, and so forth.

In addition, the appointment of candidates for Directors and Vice Presidents, the Nomination Advisory Committee recommends human resources who contribute to sustainable growth and medium to long-term creation of the corporate value of the Company to the Board of Directors in view of the balance of knowledge, experience, capabilities, diversity, etc., and the Board of Directors makes decisions.

The Company's Board of Directors consists of 11 Directors (including three women) including six Independent Outside Directors, who have extensive experience as lawyers, certified public accountants, business managers, or people with experience in the financial industry.

* Skills Matrix
https://www.alpsalpine.com/e/csr/

[Supplementary Principle 4.11.2 Positions in Cases where Officers also Serve as Officers at Other Listed Companies]

The positions of the Company's officers who also serve as officers at other listed companies are presented in this report, the Notice of Convocation of the General Meeting of Shareholders, securities reports, and integrated reports, etc. The current positions of the Company's officers who also serve as officers at other listed companies are as follows:

Noriko Oki, Outside Director	Outside Director of DISCO CORPORATION
Hidefumi Date, Outside Director	Outside Director (Member of Audit & Supervisory Committee), Sumitomo Mitsui Trust Bank, Limited
Yoko Toyoshi, Outside Director	Outside Director, Kokuyo Co., Ltd.
	Outside Director (Audit & Supervisory Committee Member), MABUCHI MOTOR CO., LTD.
Yuko Gomi, Outside Director	Outside Audit and Supervisory Board Member of Lawson, Inc.

[Supplementary Principle 4.11.3 Analysis and Evaluation of Effectiveness of the Board of Directors as a Whole]

The Company conducts an evaluation of the effectiveness of the Board of Directors once a year in order to improve the effectiveness of the Board of Directors. The following is a summary of the evaluation of the effectiveness of the Board of Directors conducted in fiscal 2023.

[Objective and purpose]

The Company seeks to implement effective corporate governance and further improve the function of the Board of Directors in order to achieve sustainable growth and medium- to long-term improvement in its corporate value, while fulfilling its responsibilities to its shareholders, customers, employees, the local community, and others. To such ends, the Company carried out an evaluation on the effectiveness of the Board of Directors of ALPS ALPINE CO., LTD. in fiscal 2023.

1. Evaluation and reporting method

Upon having administered a non-anonymous questionnaire survey to all of the Company's Directors in March 2024, the Vice President in charge of the evaluation and the Audit and Supervisory Committee then performed analysis based on the evaluation results, organized issues, and reported the findings and the future efforts to be made for improving the effectiveness to the April meeting of the Board of Directors, where all Directors discussed the results.

◆ Questionnaire items

(i) Size and composition of the Board of Directors

(ii) Operation of the Board of Directors

(iii) Contents of deliberations of the Board of Directors

(iv) Communication among Directors

(v) Support system for the Board of Directors

(vi) Operation of the Nomination Advisory Committee and Remuneration Advisory Committee

2. Results and issues of the effectiveness evaluation

The composition of the Board of Directors was reviewed in fiscal 2023, and the ratio of Outside Directors exceeded 50%. In addition, as countermeasures to address the issues identified in the fiscal 2022 evaluation of the effectiveness of the Board of Directors, namely a lack of discussions on medium to long-term corporate value enhancement and discussions with an awareness of the cost of capital, it was evaluated that improvements were made, such as expanding the scope of authority delegated to the Vice President Meeting and increasing opportunities for discussions on more medium to long-term themes. On the other hand, it was shared that the following issues need to be addressed in order to realize a more effective Board of Directors.

- Insufficient depth of discussions on medium to long-term themes
- Preparation of concise and clear materials for discussion of diverse viewpoints
- Need to develop a system to facilitate more comprehensive discussions, Provision of training opportunities, especially for officers, and review of training content

3. Future action

Based on the issues raised this time, in fiscal 2024, we will work to improve the quality of the materials submitted to the Management Meetings including the Board of Directors in order to make them more effective. In addition, we will continue efforts to increase opportunities for discussions aimed at enhancing corporate value over the medium to long term. Furthermore, we will establish a system to enable more comprehensive discussions by providing training opportunities for officers and reviewing the content of the training, while striving to improve our corporate value, enhance our corporate governance system, and improve the effectiveness of the Board of Directors.

[Supplementary Principle 4.14.2 Policy on Training for Directors]

The Company provides opportunities for Directors and Vice Presidents to acquire knowledge so that they can fulfill their expected roles and duties appropriately. Through these efforts, the Company enhances the effectiveness of the Board of Directors.

[Directors and Vice Presidents]

In principle, we hold training for officers twice a year to acquire the knowledge necessary to solve medium to long-term management issues and to update the latest knowledge to respond to changes in the internal and external environment.

Each officer shall attend seminars and training sessions organized by external organizations as appropriate to acquire the knowledge required by each individual officer.

Newly appointed officer shall receive training at the time of assuming office to understand relevant laws such as the Companies Act, the corporate governance system, and important management issues.

[Outside Directors]

Outside Directors shall be provided with explanations at the time of assuming office on matters such as the Company's business activities, management policies, and medium- to short-term business plans.

[Directors who are Members of Audit and Supervisory Committee]

Directors who are Members of Audit and Supervisory Committee shall make efforts to collect and share information on the audits conducted by the Audit and Supervisory Committee by joining related external organizations and other means, and to attend seminars and training programs hosted by those external organizations when needed.

[Principle 5.1 Policy for Constructive Dialogue with Shareholders]

The Company positions constructive dialogue with shareholders as an important opportunity that contributes to sustainable growth and medium to long-term improvement of the corporate value of the Company.

(1) From the perspective of emphasizing dialogue with shareholders, to the extent reasonable, Representative Directors, Directors in charge of finance and ESG, and others engage in continuing dialogues by attending results and business briefings, management meetings with investors in Japan and abroad, and so forth, and making an explanation there.

(2) For dialogue with shareholders (management meetings), taking into consideration with whom they want to talk and what are their main topics they want to talk about in the meeting, the Company determines appropriate attendees at the meeting, while the Corporate Communication Department acts as the contact point. In the selection of attendees, appropriate attendees including Outside Directors are determined.

(3) As a means of dialogues other than individual meetings, a results briefing is held for analysts and investors after the announcement of results on a quarterly basis. In addition, opportunities for conversation with institutional investors are provided, including company information sessions utilizing conferences hosted by securities companies in Japan and abroad.

(4) Information obtained through dialogue with shareholders is compiled by the Corporate Communication Department, the contact point for dialogue with shareholders, and reported to the management and relevant departments through Management Meetings such as the Board of Directors meetings.

(5) The Company ensures complete control of insider information including fair dialogue (management meetings) with shareholders in accordance with the rules for controlling insider information.

[Action to Implement Management that is Conscious of Cost of Capital and Stock Price]

Regarding our actions to implement management that is conscious of the cost of capital and stock price, we reset our 2nd Mid-Term Business Plan in fiscal 2024 and positioned it as a period for management structure reforms. We will complete management structure reforms including a portfolio reform and cost structure reform, improve profitability, and strengthen our ability to generate cash. Furthermore, we will generate cash, including through the sale of non-core businesses, and in addition to strengthening shareholder dividends, we will allocate resources for strategic investments in future growth areas. Through these efforts, we aim to achieve a PBR of 1 or more by March 2027, and 7% operating income and 10% ROE in fiscal 2027. Details of the management structure reforms are stated in the materials for the results briefing FY2023 and the management structure reform briefing held on June 5, 2024, which are posted on the Company's website.

2. Capital Structure

Foreign Shareholding Ratio	25% or more

[Status of Major Shareholders] Updated

Name	Number of Shares Owned (Shares)	Shareholding Ratio (%)
The Master Trust Bank of Japan, Ltd. (trust account)	44,103,300	20.11
Custody Bank of Japan, Ltd. (trust account)	18,347,900	8.36
S-GRANT.CO.,LTD.	15,400,800	7.02
ALPS ALPINE CO., LTD.	13,698,507	6.24
NORTHERN TRUST GLOBAL SERVICES SE, LUXEMBOURG RE LUDU RE: UCITS CLIENTS 15.315 PCT NON TREATY ACCOUNT	5,237,000	2.38
Aya Nomura	5,129,600	2.33
STATE STREET BANK AND TRUST COMPANY 505103	3,679,710	1.67
TAIJU LIFE INSURANCE COMPANY LIMITED	3,591,000	1.63
STATE STREET BANK AND TRUST COMPANY 505001	3,440,088	1.56
SSBTC CLIENT OMNIBUS ACCOUNT	3,001,352	1.36

Controlling Shareholder (except for Parent Company)	—
Parent Company	None

[Supplementary Explanation] Updated

In the report of possession of large volume provided for public inspection, there are shareholders attributed as owning shares of the Company. However, since the Company is unable to confirm the actual number of shares held by said shareholders as of March 31, 2024, they are not included in the status of major shareholders above. The details are presented in "(1) Matters Relating to Shares (as of March 31, 2024)" of "2. Status of the Company" of the Notice of Convocation of the 91st Ordinary General Meeting of Shareholders (available in Japanese only).

3. Corporate Attributes

Listed Stock Market and Market Section	Prime Market of Tokyo Stock Exchange
Fiscal Year-End	March
Type of Business	Electric Appliances
Number of Employees (Consolidated) as of the End of the Previous Fiscal Year	1,000 or more
Net sales (Consolidated) for the Previous Fiscal year	From ¥100 billion to less than ¥1 trillion
Number of Consolidated Subsidiaries as of the End of the Previous Fiscal Year	From 50 to less than 100

4. Policy for Measures to Protect Minority Shareholders in Conducting Transactions with Controlling Shareholder

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5. Special Circumstances Which May Have Material Impact on Corporate Governance Updated

(1) Partial Sale of Shares of ALPS LOGISTICS CO., LTD.

Based on a resolution a resolution of held on May 9, 2024, the Company signed a basic transaction agreement with LOGISTEED, Ltd. and LDEC Co., Ltd., all of whose issued shares are owned by LOGISTEED, Ltd., concerning the partial sale of common shares of ALPS LOGISTICS CO., LTD., the Company's equity-method affiliate. Because ALPS LOGISTICS CO., LTD. boasts high logistics quality in electronic components and automotive electrical components and plays a very important role in the Company's supply chain, we set our ownership stake in ALPS LOGISTICS CO., LTD. at 20% and continue to keep it as an equity-method affiliate in order to maintain and develop the logistics supply chain and enhance its corporate value.

Although the transaction is expected to be completed during the fiscal year ending March 31, 2025, this may vary depending on the time required for the necessary procedures and responses, etc. required under domestic and international competition laws, which is a condition of the transaction.

II. Business Management Organization and Other Corporate Governance Systems regarding Decision-making, Execution of Business, and Supervision in Management

1. Organizational Composition and Operation

Organization Form	Company with audit and supervisory committee

[Directors]

Maximum Number of Directors Stipulated in Articles of Incorporation	15
Term of Office Stipulated in Articles of Incorporation	1 year
Chairman of the Board Updated	President
Number of Directors	11
Appointment of Outside Directors	Appointed
Number of Outside Directors	6
Number of Independent Officers Designated from among Outside Directors	6

Outside Directors' Relationship with the Company (1)

Name	Attribute	Relationship with the Company*1									
		a	b	c	d	e	f	g	h	i	j	k
Naofumi Fujie	From another company								△			
Noriko Oki	From another company											
Hidefumi Date	From another company								△			
Kazuya Nakaya	From another company								△			
Yoko Toyoshi	Certified public accountant											
Yuko Gomi	Attorney at law											

* Categories for "Relationship with the Company"

* "○" when the director presently falls or has recently fallen under the category;
"△" when the director fell under the category in the past;

* "●" when a close relative of the director presently falls or has recently fallen under the category; and
"▲" when a close relative of the director fell under the category in the past

a. Executive (a person who executes business; hereinafter, the same) of the Company or its subsidiary

b. Executive or non-executive director of a parent company of the Company

c. Executive of a fellow subsidiary company of the Company

d. Party whose major client or supplier is the Company or an executive thereof

e. Major client or supplier of the Company or an executive thereof

f. Consultant, accounting professional or legal professional who receives a large amount of monetary consideration or other property from the Company besides compensation as a director

g. Major shareholder of the Company (or an executive of the said major shareholder if the shareholder is a corporation)

h. Executive of a client or supplier of the Company (which does not correspond to any of d., e., or f.) (the director himself/herself only)

i. Executive of a corporation, between which and the Company outside officers are mutually appointed (the director himself/herself only)

j. Executive of a corporation that receives a donation from the Company (the director himself/herself only)

k. Other

Outside Directors' Relationship with the Company (2)

Name	Designation as Member of Audit and Supervisory Committee	Designation as Independent Officer	Supplementary Explanation of the Relationship	Reasons for Appointment of the Outside Director (including reasons for designation as Independent Officer if the Outside Director has been designated as Independent Officer)
Naofumi Fujie		○	Although the Company has a transactional relationship with AISIN CORPORATION, where Mr. Naofumi Fujie formerly served as Representative Director, Executive Vice President, the Company has determined that the transactional relationship does not affect his independence given that the amount of such transactions is less than 1% of the consolidated net sales of AISIN CORPORATION and the Company for the most recent fiscal year, and given that such amount does not exceed the monetary threshold specified in the Outside Director Independence Criteria stipulated by the Company (presented in "4. Supplementary Explanation").	Mr. Naofumi Fujie satisfies the independence criteria specified in the Guidelines Concerning Listed Company Compliance, etc. as well as the Outside Director Criteria stipulated by the Company (presented in "4. Supplementary Explanation"). As such, the Company has designated him as an Independent Officer upon having accordingly determined that he is an Outside Director who does not warrant concern regarding potential conflict of interest with general shareholders.
Noriko Oki		○	——	Ms. Noriko Oki satisfies the independence criteria specified in the Guidelines Concerning Listed Company Compliance, etc. as well as the Outside Director Criteria stipulated by the Company (presented in "4. Supplementary Explanation"). As such, the Company has designated her as an Independent Officer upon having accordingly determined that she is an Outside Director who does not warrant concern regarding potential conflict of interest with general shareholders.
Hidefumi Date		○	Although the Company has transactional relationships with Mitsubishi Chemical Group Corporation and Nippon Sanso Holdings Corporation, where Mr. Hidefumi Date formerly served in executive roles, the Company has determined that the transactional relationships do not affect his independence given that the amounts of such transactions are less than 1% of the consolidated net sales of Mitsubishi Chemical Group Corporation, Nippon Sanso Holdings Corporation and the Company for the most recent fiscal year, and given that such amounts do not exceed the monetary threshold specified in the Outside Director Independence Criteria stipulated by the Company (presented in "4. Supplementary Explanation").	Mr. Hidefumi Date satisfies the independence criteria specified in the Guidelines Concerning Listed Company Compliance, etc. as well as the Outside Director Criteria stipulated by the Company (presented in "4. Supplementary Explanation"). As such, the Company has designated him as an Independent Officer upon having accordingly determined that he is an Outside Director who does not warrant concern regarding potential conflict of interest with general shareholders.

Name	Designation as Member of Audit and Supervisory Committee	Designation as Independent Officer	Supplementary Explanation of the Relationship	Reasons for Appointment of the Outside Director (including reasons for designation as Independent Officer if the Outside Director has been designated as Independent Officer)
Kazuya Nakaya	○	○	Although the Company has transactional relationships with PHC Corporation, Panasonic Corporation, and KONICA MINOLTA, INC. where Mr. Kazuya Nakaya formerly served in executive roles, the Company has determined that the transactional relationships do not affect his independence given that the amounts of such transactions are less than 1% of the consolidated net sales of PHC Corporation, Panasonic Corporation, KONICA MINOLTA, INC., and the Company for the most recent fiscal year, and given that such amounts do not exceed the monetary threshold specified in the Outside Director Independence Criteria stipulated by the Company (presented in "4. Supplementary Explanation").	Mr. Kazuya Nakaya satisfies the independence criteria specified in the Guidelines Concerning Listed Company Compliance, etc. as well as the Outside Director Criteria stipulated by the Company (presented in "4. Supplementary Explanation"). As such, the Company has designated him as an Independent Officer upon having accordingly determined that he is an Outside Director who does not warrant concern regarding potential conflict of interest with general shareholders.
Yoko Toyoshi	○	○	——	Ms. Yoko Toyoshi satisfies the independence criteria specified in the Guidelines Concerning Listed Company Compliance, etc. as well as the Outside Director Criteria stipulated by the Company (presented in "4. Supplementary Explanation"). As such, the Company has designated her as an Independent Officer upon having accordingly determined that she is an Outside Director who does not warrant concern regarding potential conflict of interest with general shareholders.
Yuko Gomi	○	○	——	Ms. Yuko Gomi satisfies the independence criteria specified in the Guidelines Concerning Listed Company Compliance, etc. as well as the Outside Director Criteria stipulated by the Company (presented in "4. Supplementary Explanation"). As such, the Company has designated her as an Independent Officer upon having accordingly determined that she is an Outside Director who does not warrant concern regarding potential conflict of interest with general shareholders.

[Audit and Supervisory Committee]

Committee Composition and Attribute of Chairman

	Total Number of Members	Number of Full-time Members	Number of Inside Directors	Number of Outside Directors	Chairman
Audit and Supervisory Committee	4	1	1	3	Outside Director

Directors and Employees Assisting Duties of Audit and Supervisory Committee	Appointed

Matters concerning the Independence of such Directors and Employees from Executive Director Updated

The Company appoints assistants for Audit and Supervisory Committee Members, and establishes a secretariat for the Audit and Supervisory Committee. The independence of staff performing the relevant tasks from Directors (excluding Directors who are Members of Audit and Supervisory Committee) is ensured.

The details related to the staff who assists the duties of the Audit and Supervisory Committee are presented in "6. Matter regarding employees who assist duties of the Audit and Supervisory Committee" and "7. Matter regarding ensuring independence of the Company's support staff for the Audit and Supervisory Committee from Directors and effectiveness of instructions for the support staff" in "IV. Matters Related to Internal Control System" below.

Cooperation among Audit and Supervisory Committee, Independent Auditing Firm, and Internal Audit Department Updated

The Audit and Supervisory Committee regularly holds meetings with the independent auditing firm Ernst & Young ShinNihon LLC and the Compliance & Audit Office for the sake of appropriately engaging in information exchange and discussions for ensuring timely provision of mutually necessary information regarding audit plans and the status of their implementation.

Moreover, the committee aims to further improve the effectiveness of three-way audits and accordingly strives to collect information and maintain the audit environment by engaging in close communications with staff members.

[Voluntary Committees]

Voluntary Establishment of Committee(s) Equivalent to Nomination Committee or Remuneration Committee	Established

Committee's Name, Composition, and Chairman's Attributes Updated

	Committee Equivalent to Nomination Committee	Committee Equivalent to Remuneration Committee
Committee's Name	Nomination Advisory Committee	Remuneration Advisory Committee
Total Number of Members	6	6
Number of Full-time Members	0	0
Number of Inside Directors	2	2
Number of Outside Directors	4	4
Number of Outside Experts	0	0
Other	0	0
Chairman	Outside Director	Outside Director

Committee's Name, Composition, and Chairman's Attributes

As advisory bodies to the Board of Directors, the Company has voluntarily established Nomination Advisory Committee and Remuneration Advisory Committee, which are designed to enhance the objectivity and transparency and improve corporate governance, with regard to matters concerning nomination and dismissal of Directors, appointment/dismissal of other officers and remuneration, etc. of Directors (excluding Directors who are Members of Audit and Supervisory Committee) and other officers.

[Independent Officers]

Number of Independent Officers	6

Matters relating to Independent Officers Updated

The Company has registered all six of its Outside Directors as Independent Officers with the Tokyo Stock Exchange given that they meet the requirements for Outside Directors stipulated in the Companies Act, the independence standards of Tokyo Stock Exchange, as well as the criteria for appointment of Directors including the Company's Outside Director independence criteria.

The criteria for appointment of Directors are as follows.

ALPS ALPINE CO., LTD. Criteria for Appointment of Directors

<Provisions Common to Inside and Outside Directors>

1. The candidate has objective determination capabilities regarding management and has outstanding managerial judgment capabilities, foresight, and discernment.
2. The candidate has a strong respect for the law.
3. The candidate has an outstanding reputation and character, and a strong sense of morals.

4. The candidate is free of any health constraints that would impede the performance of duties.

<Outside Director>

1. The candidate has practical experience as a corporate manager or has experience and broad-ranging knowledge in specialized fields necessary for performing management supervisory functions.
2. The candidate is able to secure adequate time to perform duties as a Director.
3. The candidate satisfies the independence conditions concerning an independent Outside Director in light of the Independence Criteria set forth below.

<Outside Director Independence Criteria>

In the case where an Outside Director of the Company does not fall under any of the following criteria, the Company shall determine that the Director is independent and shall consider the Director to be an independent Outside Director.

1. The Director was previously employed by the Company or its consolidated subsidiary (the "Company Group") (see note 1).
2. The Director is a major shareholder of the Company (see note 2).
3. The Director is engaged in the execution of business for a major business partner (see note 3) of the Company Group or engaged in the execution of business for a major lender (see note 4) of the Company Group.
4. The Director is a certified public accountant affiliated with an accounting firm that is an accounting auditor of the Company Group.
5. The Director is a specialist such as a consultant, attorney, judicial scrivener, tax accountant, or patent attorney who receives large amounts of money (see note 5) or other property from the Company Group.
6. The Director has received large amounts of donations from the Company Group (see note 6).
7. The Director is engaged in the execution of business for another company that has a reciprocal employment relationship of an Outside Director (see note 7).
8. The Director has a close relative (see note 8) who falls under any of 1 to 7 above.
9. The Director fell under any of 2 to 8 above within the past three years.
10. Notwithstanding the preceding items, the Company determines that there are special circumstances that give rise to a special relationship with the Company.

Note 1: A person who is currently an executive Director or in a similar position or an employee (a "Person Engaged in the Execution of Business") or a Person Engaged in the Execution of Business who has ever been employed by the Company Group in the past.

Note 2: A major shareholder is a shareholder who holds 5% or more of the Company's voting rights in his or her own name or in the name of a nominee at the end of the Company's most recent business year. In the case where a major shareholder is a corporation, association, or other organization, a Person Engaged in the Execution of Business affiliated with such organization.

Note 3: A major business partner is a buyer or a supplier of the Company Group in the case where the annual transaction amount exceeds 2% of the Company's or the other party's consolidated net sales at the end of the Company's most recent business year.

Note 4: A major lender is a financial institution from which the Company Group has borrowed money in the case where the balance of loans outstanding exceeds 2% of the Company's consolidated total assets or the financial institution's consolidated total assets at the end of the Company's most recent business year.

Note 5: A large amount means the following according to the participation in the provision of services by the specialist.

(1) In the case where the relevant specialist provides services to the Company Group as an individual, consideration received from the Company Group (excluding Director compensation) in excess of 10 million yen annually constitutes a large amount.

(2) In the case where the relevant specialist is affiliated with a corporation, association, or other organization that provides services to the Company Group, when the total amount of consideration received by that organization from the Company Group exceeds 2% of that organization's annual income, this constitutes a large amount; provided, however, that even if the amount of consideration does not exceed 2%, if the amount received by the organization as consideration for the provision of services in which the relevant specialist is directly involved exceeds 10 million yen annually, this constitutes a large amount.

Note 6: A person who receives donations in excess of 10 million yen annually from the Company Group (in the case of a corporation, association, or other organization, a person affiliated with such organization who is directly involved in research or other activities relating to those donations).

Note 7: The situation where a Person Engaged in the Execution of Business for the Company Group who is an Outside Director of another company and a Person Engaged in the Execution of Business for that other company is an Outside Director of the Company.

Note 8: A close relative means a spouse or a relative within two degrees of consanguinity.

[Incentives]

Implementation of Measures to Provide Incentives to Directors	Implementation of Performance-linked Remuneration and Stock Options

Supplementary Explanation Updated

The Company has introduced a restricted share-based remuneration system for Inside Directors other than Audit and Supervisory Committee Members with the objective of providing them with incentive to facilitate the Company's sustainable growth and increase its corporate value over the medium- to long-term, and also with the objective of facilitating further value sharing between the eligible Directors and shareholders. The details of the remuneration system for Directors are presented in "[Director Remuneration] Disclosure of Policy for Determining Remuneration Amounts or Calculation Methods Thereof" below.

Recipients of Stock Options	

Supplementary Explanation

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[Director Remuneration]

Disclosure of Individual Directors' Remuneration	Certain details disclosed separately

Supplementary Explanation Updated

Details including remuneration of Directors of ALPS ALPINE CO., LTD. in the fiscal year ended March 31, 2024 are as follows.

- The total remuneration, etc. for all fourteen (14) Directors (including six (6) Outside Directors) was ¥345 million, of which, base remuneration was ¥272 million, remuneration in the form of bonuses was ¥21 million, and restricted share-based remuneration was ¥51 million.

- The total remuneration, etc. for Directors (excluding Directors who are Audit and Supervisory Committee Members; nine (9) persons, including three (3) Outside Directors) was ¥277 million, of which, base remuneration was ¥204 million, remuneration in the form of bonuses was ¥21 million, and restricted share-based remuneration was ¥51 million. Of these Directors, the total amount of remuneration for Outside Directors (three (3) persons) was ¥36 million, consisting entirely of base remuneration.

- The total remuneration, etc. for Directors who are Audit and Supervisory Committee Members (five (5) persons, including three (3) Outside Directors) was ¥68 million, consisting entirely of base remuneration. Of these Directors, the total amount of remuneration for Outside Directors (three (3) persons) was ¥41 million.

- As of March 31, 2024, ALPS ALPINE CO., LTD. has seven (7) Directors (excluding Directors who are Audit and Supervisory Committee Members and including three (3) Outside Directors) and four (4) Directors who are Audit and Supervisory Committee Members (including three (3) Outside Directors). The amount of remuneration paid to Directors (excluding Directors who are Audit and Supervisory Committee Members) does not include employee-portion salary for Directors who also serve as an employee.

- Bonuses indicate the amount of expenses recorded in fiscal 2023.

- Restricted Share-Based Remuneration indicates the amount of expenses recorded for this fiscal year.

Policy for Determining Remuneration Amounts or Calculation Methods Thereof	Established

Disclosure of Policy for Determining Remuneration Amounts or Calculation Methods Thereof Updated

- Policy for determining the remuneration

Under the remuneration structure focusing on linkage with performance in the short-term and the medium- to long-term, the Company stimulates actions of officers for increasing corporate performance and the share price to the maximum extent in order to sustainably improve the Group-wide corporate value. Specifically, the composition of remuneration is as follows:

a) Remuneration for Inside Directors (excluding Directors who are Members of Audit and Supervisory Committee)

The Company's remuneration for Inside Directors (excluding Directors who are Members of Audit and Supervisory Committee) consists of fixed remuneration, performance-based bonuses and restricted shares. Performance-based bonuses are calculated based on a system that assigns points to the current performance of each performance indicator (operating income margin, profit attributable to owners of parent, return on equity) and varies within a range of 0 to 200% based on the bonus calculation criteria set in accordance with the medium to long-term business plan, relative to the standard payment amount set for each position.

Restricted shares are granted as remuneration linked to medium- to long-term performance, not only the merit of an increase in the price of the Company's stock but also the risk of a decrease in the stock price is shared with shareholders under this system. With respect to restricted shares, the Company will add ESG indicators from the perspective of medium- to long-term improvement in its corporate value and establish a system in which the share-based remuneration amounts determined by position varies within a range of 80% to 120%, based on comprehensive evaluations by multiple third-party organizations.

b) Remuneration for Outside Directors and Directors who are Members of Audit and Supervisory Committee

The Company's remuneration for Outside Directors and Directors who are Members of Audit and Supervisory Committee consists only of fixed remuneration in light of their role in supervising the Company's management from an objective standpoint.

- Procedures for determining remuneration

The Company has the Board of Directors and the Audit and Supervisory Committee determine policy regarding the determination of the amount of remuneration, etc., for Directors and the method of calculation thereof. The Company determines the remuneration for Directors (excluding Directors who are Members of Audit and Supervisory Committee) at the Board of Directors meetings, and the remuneration for Directors who are Members of Audit and Supervisory Committee at the Audit and Supervisory Committee meetings, to the extent of the total amount of remuneration approved at a General Meeting of Shareholders.

Moreover, decisions on the remuneration of Directors (excluding Directors who are Members of Audit and Supervisory Committee) and other matters, within the limits of total remuneration for Directors (excluding Directors who are Members of Audit and Supervisory Committee) determined by a General Meeting of Shareholders, may be delegated with the consent of all Directors to the Remuneration Advisory Committee. Per resolution of the Board of Directors, the determination of the specific amounts, etc. of the remuneration allocation for Directors (excluding Directors who are Members of the Audit and Supervisory Committee) is carried out by the Remuneration Advisory Committee.

[Supporting System for Outside Directors (Outside Audit & Supervisory Board Members)] Updated

To ensure appropriate and effective exercise of monitoring and overseeing of the management by Outside Directors from an independent standpoint, the Company has established a system where the Governance Promotion Department and Internal Audit Department provide Outside Directors necessary materials or explanation. The Company also provides opportunities to Outside Directors including offering tours of the Company's plants, subsidiaries and trade shows so that they can deepen their understanding.

[Status of Persons Who Have Retired from a Position Such as Representative Director and President]

Retired Representative Director and Presidents, etc. Holding Advisory or Any Other Position in the Company Updated

Name	Title/ Position	Responsibilities	Working Form and Conditions (Full-time/Part-time, With/Without Remuneration, etc.)	Date of Retirement from Position Such as President	Term of Office
Masataka Kataoka	Honorary Advisor	Engage in activities for contributing to regional community and external activities	Part-time, Without Remuneration	June 23, 2017	Until March 31, 2025
Toshihiro Kuriyama	Advisor	Advice on matters requested by the Company Engage in activities for contributing to regional community and external activities	Part-time, With Remuneration	June 26, 2024	Until March 31, 2025

Total Number of Retired Representative Director and Presidents, etc. Holding Advisory or Any Other Position in the Company Updated	2

Other Matters Updated

Honorary Advisors are mainly involved in activities such as industry ceremonial occasions and local community group meetings and are not commissioned by the Company.

The activities of Advisors mainly consist of providing advice on matters requested by the Company and external activities such as those related to industry associations and local organizations.

2. Matters on Functions of Business Execution, Audit and Supervision, Nomination and Remuneration Decisions (Overview of Current Corporate Governance System) Updated

1) Directors, Board of Directors, Vice Presidents and Vice President Meeting, etc.

The Company's Board of Directors consists of seven (7) Directors (excluding Directors who are Members of Audit and Supervisory Committee and including three (3) Outside Directors) and four (4) Directors who are Members of Audit and Supervisory Committee (including three (3) Outside Directors.) Independent Outside Directors account for more than half of the Board of Directors. At meetings of the Board of Directors, decisions and reports on important matters related to management are made, and discussions are held on basic management policies, medium- to short-term business plans, and other matters aimed at enhancing corporate value. Furthermore, discussions are also held on medium- to long-term issues, such as liquidation and withdrawal from non-core businesses and unprofitable products, the revision of the business portfolio including a shift to high value-added product lines, personnel optimization, and cost optimization including the consolidation and streamlining of base functions.

In addition, in order to ensure sufficient time for discussions on initiatives related to these medium- to long-term issues, important business operations are delegated to executive directors, and the Board of Directors supervises the appropriateness of decisions and progress of matters related to business operations.

The Company has adopted a vice president system, in which the persons responsible for individual functions such as sales, technology, production, materials, quality, and management, etc., have been appointed from among them and the Directors delegated with the making of important decisions on the execution of business of the Board of Directors provide instruction and guidance to the Vice Presidents responsible so that the execution of business can be performed effectively, in accordance with the business type and size of the Company and each subsidiary. Also, by appointing a Vice President in charge of each business domain or business unit and significantly delegating executive authority to them, a system has been established that enables prompt and accurate decision-making.

Furthermore, for the purpose of promoting management structure reforms without delays and with suitable attention to detail, the Company established the position of the Chief Operating Officer (COO) and another most-senior chief officer position on June 26, 2024. Through this move, the Company delegated a broad scope of authorities of business execution concerning existing business to the COO, and adjusted the corporate structure so that the CEO can concentrate more of his effort on promoting management structure reforms together with the Chief Strategic Officer (CStO).

The Board of Directors holds regular meetings once a month and on other occasions as required to thoroughly deliberate on and pass resolutions on all important matters. Resolution matters are checked in advance from legal affairs, accounting, tax, economic rationality and other perspectives to ensure legal compliance and reasonableness of resolutions of the Board of Directors, in accordance with the rules and bylaws for the Board of Directors. Furthermore, opportunities are secured to hold discussions to deepen the deliberations on medium- to long-term management issues

The status of attendance at meetings of the Board of Directors in fiscal 2023 is as follows.

Classification	Name	Attendance at meetings of the Board of Directors
Representative Director	Toshihiro Kuriyama	15/15
Director	Takashi Kimoto	5/5
Director	Tetsuhiro Saeki	5/5
Director	Hideo Izumi	15/15
Director	Satoshi Kodaira	15/15
Director	Naofumi Fujie	15/15
Director	Noriko Oki	15/15
Director	Koichi Endo	10/10
Director	Hidefumi Date	10/10
Director (Member of Audit and Supervisory Committee)	Kazuya Nakaya	15/15
Director (Member of Audit and Supervisory Committee)	Yasuo Sasao	15/15
Director (Member of Audit and Supervisory Committee)	Yoji Kawarada	5/5
Director (Member of Audit and Supervisory Committee)	Yoko Toyoshi	15/15
Director (Member of Audit and Supervisory Committee)	Yuko Gomi	15/15

* The attendance of Mr. Koichi Endo and Mr. Hidefumi Date reflects only those meetings of the Board of Directors held after their appointment on June 23, 2023.

* The attendance of Mr. Takashi Kimoto and Mr. Tetsuhiro Saeki reflects meetings of the Board of Directors held until June 23, 2023 only, as they served as Directors of the Company in fiscal 2023.

* The attendance of Mr. Yoji Kawarada reflects meetings of the Board of Directors held until June 23, 2023 only, as he served as Director who is a Member of Audit and Supervisory Committee of the Company in fiscal 2023.

Other matters related to the Board of Directors are as follows.

a) Number of Directors

The Articles of Incorporation state that the Company shall have up to eight (8) Directors (excluding Directors who are Members of Audit and Supervisory Committee) and up to seven (7) Directors who are Members of Audit and Supervisory Committee.

b) Resolution requirements for appointment/dismissal of Directors

The Articles of Incorporation state that Directors shall be appointed and dismissed by a resolution of a General Meeting of Shareholders passed by a majority of the votes of shareholders present, where shareholders holding one third or more of the voting rights of shareholders who are entitled to exercise their votes are present, and that cumulative voting shall not be used.

c) Matters to be resolved at a general meeting of shareholders which may be resolved at the Board of Directors

1. Acquisition of treasury shares

The Company, in order to enable the performance of flexible capital policy, and pursuant to the provisions of Article 165, Paragraph 2 of the Companies Act, has prescribed in its Articles of Incorporation that the acquisition of treasury shares may be performed by resolution of the Board of Directors.

2. Dividend payment from surplus, etc.

As for matters listed in items of Article 459, Paragraph 1 of the Companies Act regarding dividend payment from surplus, etc., the Articles of Incorporation of the Company stipulate that the Board of Directors reserves the right to make a resolution unless otherwise provided for in laws and regulations in order to facilitate the implementation of flexible dividend and capital policies. Presently, however, year-end dividends will be deliberated, in principle, at the General Meeting of Shareholders. As for the reference dates for the dividend payment from surplus, the Articles of Incorporation of the Company stipulate that they shall be March 31 of each year for the year-end dividend and September 30 of each year for the interim dividend.

d) Overview of limited liability agreements

In accordance with the provisions of Article 29 of the Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act, the Company enters into agreements with Directors (excluding those who are executive Directors) limiting their liability for damages under Article 423, Paragraph 1 of the Companies Act. Accordingly, their liability for damages under the agreements is limited to the minimum amounts stipulated by laws and regulations.

2) Audit and Supervisory Committee

The Company's Audit and Supervisory Committee consists of a total of four (4) members, comprised of two (2) men and two (2) women, three (3) of whom are Outside Audit and Supervisory Committee Members with extensive experience as a business manager, certified public accountant, and lawyer, and one (1) of whom is an Inside Audit and Supervisory Committee Member who is familiar with our business. As an independent organization, the Audit and Supervisory Committee appoints an Outside Audit and Supervisory Committee Member as its Chairman in order to increase transparency of its activities and strengthen substantive governance. Audit and Supervisory Committee Members audit the state of business execution by Directors from an objective standpoint independent from the Board of Directors through attending important meetings, reviewing important documents, and interviewing Representative Directors, and other Directors, Vice Presidents, and employees. They also express opinions to management at meetings of the Board of Directors and other important meetings in close cooperation with the Internal Audit Department and the independent auditing firm.

The Company appoints full-time Audit and Supervisory Committee Members to strengthen the monitoring function of the Audit and Supervisory Committee, which entails obtaining information necessary for activities of the Audit and Supervisory Committee Members by exchanging information with Officers and employees on a daily basis and attending important meetings, etc. The full-time Audit and Supervisory Committee Members form audit opinions by sharing such information with other Audit and Supervisory Committee Members and exchanging information in meetings of the Audit and Supervisory Committee with a focus on key audit items.

Also, in order to assist the Audit and Supervisory Committee in its duties, full-time staff with appropriate knowledge, ability, and work experience are assigned to the Audit and Supervisory Committee, ensuring the independence of the employees in charge of said duties from Directors (excluding Directors who are members of the Audit and Supervisory Committee).

Meanwhile, the Company began conducting the evaluation of the effectiveness of the Audit and Supervisory Committee in fiscal 2022. An overview of the evaluation of the effectiveness of the Audit and Supervisory Committee for the current fiscal year is as follows.

<Overview of Effectiveness Evaluation of the Audit and Supervisory Committee>

The Company conducted its evaluation of the effectiveness of the Audit and Supervisory Committee through a non-anonymous questionnaire survey encompassing individual impressions for the purpose of contributing to improvement of the Company's corporate value by enhancing the effectiveness of the Audit and Supervisory Committee. The Audit and Supervisory Committee then discussed results of the evaluation, including verification of issues and countermeasures, and decided to work with the Internal Audit Department to strengthen the Group's internal control system, etc. In addition, the Board of Directors made recommendations related to strengthening the internal control system, including risk management, based on the issues identified this fiscal year.

The Audit and Supervisory Committee recognizes that confirming its own effectiveness and reflecting such findings in its future activities will contribute to strengthening its functions. Going forward, the Audit and Supervisory Committee will accordingly continue to conduct evaluations of the effectiveness of the Audit and Supervisory Committee in striving to improve its effectiveness.

3) Nomination Advisory Committee and Remuneration Advisory Committee

The members of each advisory committee and the status of their attendance at such meetings in fiscal 2023 are as follows.

Position	Name	Nomination Advisory Committee		Remuneration Advisory Committee	
		Member	Attendance	Member	Attendance
Representative Director	Toshihiro Kuriyama	○	5/5	○	1/1
Representative Director	Hideo Izumi	○	4/4	○	1/1
Director	Takashi Kimoto	○	1/1	-	
Director	Satoshi Kodaira			○	2/2
Director	Naofumi Fujie	◎	4/5		
Director	Noriko Oki	○	5/5		
Director (Member of Audit and Supervisory Committee)	Kazuya Nakaya	○	5/5	◎	2/2
Director (Member of Audit and Supervisory Committee)	Yoko Toyoshi			○	2/2
Director (Member of Audit and Supervisory Committee)	Yuko Gomi			○	2/2

* The "◎" symbol in the "Member" column indicates that the individual serves as the committee's Chairman.
* The attendance of Mr. Toshihiro Kuriyama reflects meetings of the Remuneration Advisory Committee held until his retirement, as he served as a member of the Remuneration Advisory Committee until June 23, 2023.
* The attendance of Mr. Hideo Izumi reflects meetings of the Nomination Advisory Committee and Remuneration Advisory Committee held after his appointment as a member of the both committees on June 23, 2022.
* The attendance of Mr. Takashi Kimoto reflects meetings of the Nomination Advisory Committee held until June 23, 2023, as he served as Director in fiscal 2022.

Details on deliberations of each advisory committee are as follows.

Classification	Deliberations
Nomination	The Nomination Advisory Committee deliberates on CEO succession plans enlisting advice from the Board of Directors and also makes recommendations to the Board of Directors regarding candidates for Directors and Vice Presidents. In fiscal 2023, the Nomination Advisory Committee held five meetings, during which it deliberated on the fiscal 2024 officer structure, and made recommendations to the Board of Directors.
Remuneration	The Remuneration Advisory Committee deliberates on officer remuneration levels, remuneration composition, and structure, and furthermore determines specific amounts, etc. of remuneration for each Director (excluding Directors who are Members of Audit and Supervisory Committee) within the limits of total remuneration for Directors (excluding Directors who are Members of Audit and Supervisory Committee) determined by a General Meeting of Shareholders as delegated by the Board of Directors. The Remuneration Advisory Committee met two times in fiscal 2023 to deliberate on matters such as remuneration levels and remuneration composition, as well as indicators and evaluation standards for performance-linked remuneration, taking into account survey data of external specialist organizations. In addition, the committee evaluated each officer individually and reflected such results in their remuneration.

4) Sustainability Committee

The Sustainability Committee, consisting mainly of Vice Presidents, has been established as an organization to manage sustainability activities. We incorporate sustainability issues into mid-term business plans and short-term business plans and each division addresses these issues, while for important issues or those requiring cross-departmental collaboration, a task force is established within the Sustainability Committee to conduct activities. The committee meets quarterly to manage the progress of initiatives, evaluate initiatives, and deliberate on individual measures. In addition, the committee reports regularly to the Board of Directors four times a year.

5) Independent auditing firm

The Company has appointed Ernst & Young ShinNihon LLC as its independent auditing firm. The independent auditing firm deepens mutual cooperation by exchanging information with the Internal Audit Department and the Audit and Supervisory Committee in a timely manner.

6) Compliance & Audit Office

The Company has set up the Compliance & Audit Office as a body under the direct control of the Representative Director, President & CEO. In the internal audit area, the Compliance & Audit Office tests and evaluates effectiveness and efficiency of operations through internal auditing of the Company and domestic and overseas related companies. It also works to enhance the checking function and provide suggestions for business improvements, for example by reporting audit results to the Board of Directors and Audit and Supervisory Committee.

In the compliance area, the Compliance & Audit Office works to promote establishment and operation of systems for ensuring the appropriateness of operations to comply with corporate ethical standards, laws and regulations, social norms, the ALPS ALPINE GROUP CODE OF CONDUCT and in-house regulations, while aiming for business management ensuring legal compliance in cooperation with internal related departments.

7) Administrative Function

The Company's Administrative Function cross-functionally promotes various activities that include those of the Secretariat of the Board of Directors, drafts and promotions of overall managerial planning such as corporate governance, performance planning and management, public relations, IR and SR, and sustainability activities, and strengthens efforts to appropriately disclose information.

3. Reasons for Adoption of Current Corporate Governance System

Through the corporate governance system described above, the Company strives to effectively and efficiently improve the functions of business execution and management oversight.

III. Implementation of Measures for Shareholders and Other Stakeholders

1. Measures to Energize General Meeting of Shareholders and Smooth Exercise of Voting Rights Updated

	Supplementary explanations
Early Notification of General Meeting of Shareholders	The Company strives to send out the Notice of Convocation as early as possible so that shareholders can exercise their voting rights after fully considering the status of the Group's business and the content of the proposals on the agenda. The Company also provides disclosures before sending out the Notice of Convocation. The Notice of Convocation of the 91st Ordinary General Meeting of Shareholders was sent on June 5, 2024 and posted on the Company's website on May 29, 2024, prior to being sent out.
Scheduling General Meeting of Shareholders Avoiding the Peak Day	The Company set the date of the General Meeting of Shareholders each year to avoid peak days and semi-peak days. The 91st Ordinary General Meeting of Shareholders of the Company was held on June 26, 2024.
Allowing Electronic or Magnetic Exercise of Voting Rights	The Company allows the exercise of voting rights via the Internet.
Participation in Electronic Voting Platform and Other Efforts to Enhance the Voting Environment for Institutional Investors	The Company has adopted the electronic voting rights exercise platform for institutional investors operated by ICJ, Inc.
Providing Notice of Convocation in English (Translated Fully or Partially)	The Company prepares the English version of the Notice of Convocation (summary) to allow foreign shareholders to exercise their voting rights. In 2024, it was disclosed on May 29, the same day as the Japanese version.

2. IR Activities Updated

	Supplementary Explanations	Explanation by Representative
Preparation and Publication of Disclosure Policy	In accordance with relevant regulations and rules of securities exchanges, whether to disclose the important corporate information and the content, timing of such disclosure and others are examined under the leadership of the Corporate Communication Department. The Company has established the system for collecting information promptly and exhaustively in-house.	
Regular Investor Briefings for Analysts and Institutional Investors	Representative Directors and officers in charge of IR explain financial results at annual and quarterly briefings on earnings announcement. Each briefing is held after the announcement of the earnings summary, and the contents of the briefings are disclosed on the website of the Company, etc. In addition, officers in charge of IR and the General Manager of Corporate Communication Department hold individual meetings for analysts and institutional investors.	Yes
Regular Investor Briefings for Overseas Investors	The Representative, the General Manager of Corporate Communication Department and the IR department conduct individual meetings with overseas institutional investors several times a year.	Yes
Posting of IR Materials on Website	A webpage for IR library (www.alpsalpine.com/e/ir/index.html) has been set up within the Company's website. Timely disclosure information, materials for briefings on earnings announcement, bulletins for shareholders, the IR-related schedule, etc. are posted on the webpage.	

	Supplementary Explanations	Explanation by Representative
Establishment of Department and/or Manager in Charge of IR	In an effort to enhance strategic communication of information, the Corporate Communication Department was established in the Corporate Planning Department to assume IR function.	
Other	The Company issues and sends a bulletin for shareholders to them semi-annually. The content of the bulletin is also available on the Company's website.	

3. Measures to Ensure Due Respect for Stakeholders Updated

	Supplementary Explanations
Provisions to Ensure Due Respect for Stakeholders in In-house Rules, etc.	The Company has established "Strive for Value," "Harmony with Nature," "Contribute to Society," "Respect for the Individual," and "Fair Management" as its Business Approach, under its corporate philosophy of "creating new value that satisfies stakeholders and is friendly to the Earth." It has accordingly formulated the ALPS ALPINE GROUP CODE OF ETHICS to incorporate the commitment of the Company and the behavior that employees should bear in mind as it seeks to realize the corporate philosophy and the Business Approach. The Company is expanding this globally, and striving for management that respects the viewpoint of stakeholders.
Implementation of Environmental Activities, CSR activities, etc.	<Sustainability activities> The Company implements measures in each ESG area based on the identified Materiality. The Company has designated the following five material issues that require special attention and efforts from an ESG perspective over the three-year period from fiscal 2022 to fiscal 2024: "realization of a decarbonized society," "realization of a recycling-oriented society," "respect for human rights," "diversity and inclusion," and "sustainable procurement." The Company has established a Sustainability Committee composed mainly of Vice Presidents with the aim of further enhancing corporate value through more substantive solutions for sustainability issues. The committee confirms progress, shares information, and deepens issues related to the targets and measures to resolve issues set by each division and department. When the need for cooperation among multiple divisions and departments is identified in order to resolve an issue, a task force (TF) is established under the committee to create a structure that enables a cross-divisional approach to measures. The Sustainability Committee meets quarterly and makes regular reports to the Board of Directors four times a year. Materiality strategies are reviewed annually in light of changes in management, business, and the external environment, and are approved by the Board of Directors. <Environmental activities> With regard to environmental preservation activities, we are promoting initiatives "realization of a decarbonized society" and "realization of a recycling-oriented society," which are part of our Materiality, as well as chemical substance management and biodiversity issues. For the "realization of a decarbonized society" and "realization of a recycling-oriented society," related divisions are participating in TFs under the Sustainability Committee, and are working in accordance with the Action Plan. For the "realization of a decarbonized society," we are aiming for achieving carbon neutrality by 2050. In order to decarbonize electricity, which accounts for the majority of the energy we use, we have set a goal of "having all of our electricity consumption come from renewable energy sources by 2030," and we are accelerating our efforts through the Scope 1 & 2 TF to promote energy conservation, introduce solar power generation equipment, and procure renewable energy sources. For Scope 3, we are also working to identify and reduce GHG emissions from purchased parts. In addition, the Development TF is leading efforts to establish clear design standards with environmental consideration such as calculating the product carbon footprint in order to reduce GHG emission in the products we sell. For the "realization of a recycling-oriented society," we have established the Recycled Materials Use TF, Waste Recycling and Reduction TF, and Material Yield Improvement TF to review the resources used and to study and promote measures to reduce resource waste from both design and production perspectives.

	Supplementary Explanations
Formulation of Policies for Information Provision to Stakeholders	In each of operational rules, the disclosure in a timely and appropriate manner is prescribed as a policy regarding information provision to stakeholders.
Other	—

IV. Matters Related to Internal Control System

1. Basic Views on Internal Control System and Progress of System Development Updated

Acknowledging the Founding Spirit (ALPS ALPINE Precepts) as the origin of Group management, we have established its corporate philosophy, the ALPS ALPINE Business Approach, the ALPS ALPINE GROUP CODE OF CONDUCT and the ALPS ALPINE Group Management Regulations. We have established a fundamental philosophy and action guidelines relating to the Group management, compliance and environmental conservation that apply to the Company and its subsidiaries. The following section provides details on basic policy resolved by the Board of Directors in relation to putting in place systems for ensuring the appropriateness of operations, in line with the aforementioned principles, and an overview of the operating performance of such systems.

1. System for ensuring that Directors and employees of the Company and directors and employees of its subsidiaries conform to laws and regulations and to the Articles of Incorporation

   (1) To act responsibly and sensibly in the aim of fair management in keeping with the purpose of laws and regulations, social requirements and corporate ethical standards, the Company has declared a statement of fundamental compliance philosophy and action guidelines and established in-house regulations clarifying specific contents of them.

   (2) The Company designates candidates for Outside Directors that are independent with no interests (hereinafter referred to as "Independent Outside Directors"). To deliberate and make decisions on management policy and important managerial matters at the Board of Directors meetings that Independent Outside Directors attend, and to supervise each Director's execution of duties, the Company has clearly defined specific contents and standards of matters to be resolved and reported in its rules for the Board of Directors and set criteria for appointment of candidates for Director so that a person who has ability and qualifications for such deliberation, decision-making and supervision is appointed as Director at the General Meeting of Shareholders.

   (3) To assure legal compliance of resolution of the Board of Directors, the Company has put in place a check system for legal compliance of submitted proposals.

   (4) To foster sound corporate climate, the Company provides compliance education to its officers and employees.

   (5) In order to ensure compliance with laws, regulations, and the Articles of Incorporation in the performance of duties by Directors and Employees of the Company's subsidiaries, the Company has put in place a system for providing guidance and management on business management of subsidiaries. In addition, the Company supports establishment of a structure for compliance and related activities, according to the status of the subsidiaries and other factors.

- Overview of operating status

The Company has established the ALPS ALPINE GROUP CODE OF CONDUCT, has prescribed various in-house regulations to clarify the specific details of the code, and aims to make officers and employees well aware through internal education, including compliance education. In addition, advice and support is provided to group companies, such as subsidiaries, and support is also provided for activities relating to the promotion of compliance and the construction of an internal control system, etc.

The Company has established the Nomination Advisory Committee and the Remuneration Advisory Committee as advisory bodies to the Board of Directors. Independent Outside Directors form a majority on the advisory committees, each of which is chaired by an Independent Outside Director. The Nomination Advisory Committee selects candidates for Directors and Vice Presidents through consultation with the Board of Directors and makes recommendations to the Board of Directors. Furthermore, the Remuneration Advisory Committee determines specific amounts, etc. of the remuneration allocation for Directors excluding Audit and Supervisory Committee Members after the resolution by the Board of Directors.

In fiscal 2023, 15 meetings of the Board of Directors including extraordinary meetings were held, important matters were deliberated and made decisions on based on the rules and bylaws for the Board of Directors prescribing the deliberation content and standard, and in addition, reports were received from each Director and Vice President on the execution of business. In addition, in order to ensure the legality of resolutions of the Board of Directors, agenda items are checked beforehand by the Vice Presidents in charge of management and the department in charge of compliance, based on the prior confirmation regulations.

2. Structure for storage and management of information on execution of duties by the Company's Directors and report of matters regarding execution of duties by its subsidiaries' directors, etc. to the Company

   (1) The Company has stipulated basic matters on document control in the in-house regulations, and appropriately records, stores, and manages information related to the execution of duties by Directors.

   (2) The Company has put in place the reporting system for report of matters regarding execution of duties by its subsidiaries' directors, etc. to the Company, taking into account each company's role, function and other factors.

- Overview of operating status

The Company establishes rules and bylaws for the Board of Directors and rules and bylaws for the Vice President Meeting in order to clarify rules associated with the creation and storage of minutes and other matters of operation, etc. pertaining to the Board of Directors and Vice President Meeting, and it manages information pursuant to the Document Control Regulations, Information Management Regulations and Confidential Information Management Regulations. In addition, the Company receives reports from its subsidiaries on important matters regarding group management based on the Management Policy.

3. Rules and other structures for managing risks of loss of the Company and its subsidiaries

   (1) To manage risks of the Group as a whole integrally and share information, the Company has established in-house regulations on risk management and put in place the structure for management and reporting on various risks.

(2) The Company has put in place the structure for prior deliberation with and reporting to the Company on certain risks relating to its subsidiaries. For its subsidiaries, the Company makes each company have in place the system in accordance with the Company's regulations on risk management and provides necessary support to them according to their situation.

- Overview of operating status

The Company, under the risk management basic policy, has prescribed Risk Management Policy and other regulations, and has established and operates a system for the management and reporting of risks that may have a significant effect on business, including disasters, accidents, and operations.

If an event occurs in a base or in a region where a base is located that involves the suspension of business activities or the possibility of such a suspension, a companywide Crisis Management Headquarters will be established, and a Supply Chain Headquarters will be established within the companywide Crisis Management Headquarters to address significant events associated with the supply chain by considering and making decisions on response policy, measures, and plans.

A risk management system has been established at each subsidiary of the Company, in accordance with the size and business type of the respective company. Subsidiaries hold discussions and file reports to the Company concerning risk, based on the Management Policy.

4. Structure for ensuring effective execution of duties by Directors of the Company and directors of its subsidiaries

(1) The Company delegates part of execution of important duties of the Board of Directors to Directors, and Vice Presidents to whom authority has been delegated from Directors executes duties efficiently and promptly. A structure is built to ensure efficient business management by Directors and Vice Presidents reporting the status of duties being executed to the Board of Directors on a regular basis.

(2) The Company deliberates and makes decisions on medium- to short-term business plans at the Board of Directors meeting, and each Director acts to achieve objectives set in the plan and reports the progress at the Board of Directors meeting.

(3) The Company has established classification for operational management of subsidiaries based on the Group-wide basic policy and strategy and established a structure for ensuring effective execution of business affairs in consideration of this classification. In addition, the Company has in place a system for providing guidance on business management and operations and managing performance according to circumstances of each of the Company's subsidiaries.

- Overview of operating status

The Company has adopted a vice president system, and has appointed them as managers for individual functions, including sales, technology, production, materials, quality, and management. In addition, the Directors delegated with important decisions on the execution of business of the Board of Directors provide instruction and supervision to the Vice Presidents in charge of individual functions, so that the execution of business can be performed effectively, in accordance with the business type and size of the Company and the respective subsidiary. Furthermore, in addition to the by-function organization, the Vice Presidents responsible for each business who have been assigned to the different business areas assume business-centric management responsibilities such as those involving performance and resource management of the designated businesses, and accordingly engage in initiatives for optimizing and prompting further growth of businesses.

The Company holds quarterly meetings of the Outside Directors Liaison Meeting for the sake of sharing information between Independent Outside Directors and using such meetings as opportunities for exchange of opinions that transcends individual areas of expertise.

The Company formulates a medium-term management plan once every three years and a short-term management plan every year, and these are deliberated and made decisions by the Board of Directors. A business planning meeting is held to discuss these plans every three months, and plan progress management and reviews are conducted. In addition, Directors and Vice Presidents report monthly to the Board of Directors and the Vice President Meeting on the progress status of the plan in their area of responsibility.

5. Other structures for ensuring the appropriateness of operations in the corporate group consisting of the Company and its subsidiaries

(1) The Company has established a fundamental philosophy and action guidelines relating to the Group's compliance that apply to the Company and its subsidiaries and shares them within the Group as common values.

(2) The Company has set appropriate standards for pricing of intra-group transactions.

(3) To ensure prevention, early discovery and correction of violation of corporate ethical standards, in-house regulations and laws and regulations, the Company has put in place an internal reporting system (Ethics Hotline) (hereinafter referred to as the "Ethics Hotline") and makes the contact point for reporting known regularly in the Company and its subsidiaries.

(4) The Company's Internal Audit Department conducts an audit of overall activities relating to business management and businesses of the Company and its subsidiaries and reports results of the internal audit to the Board of Directors as well as the Audit and Supervisory Committee and independent auditing firm.

(5) The Company's Audit and Supervisory Committee makes efforts to communicate and exchange information with directors and audit & supervisory board members, etc. of the Company's subsidiaries and receive a report on businesses from those subsidiaries where needed.

- Overview of operating status

The Company conducts transactions within the Group appropriately, based on the Group Company Transaction Pricing Standards.

The Company has established an Ethics Hotline as an internal reporting system, and the contact information for reports, etc. is made well known through publication in the company bulletin, as well as on the homepage of the Company's portal site, etc. The Company has the Vice Presidents in charge of management regularly report the operating status of the Ethics Hotline to the Board of Directors and posts

the cumulative number of incidents handled during the respective fiscal year to its internal portal website, to report proper operating status of the hotline.

The Internal Audit Department conducts internal audits on each department and base, as well as subsidiaries of the Company, pursuant to the medium-term and annual internal audit plans. The internal audit plans and results are reported to the Board of Directors and the Audit and Supervisory Committee.

The Company's Audit and Supervisory Committee Members regularly conduct interviews with the presidents and audit & supervisory board members, etc. of domestic subsidiaries (seven times in fiscal 2023). In addition, the Audit and Supervisory Committee Members also engage in initiatives that involve conducting interviews with the presidents and other staff of overseas subsidiaries during their business trips to Japan (twice in total) and overseas onsite visits (12 companies and 15 bases in fiscal 2023), gaining an understanding of local situations, the status of the execution of business plans, issues, etc., and providing advice and proposals. The results were reported to the Board of Directors, and in the event of issues such as those related to the internal control being identified, requests for the necessary improvements are made, and company-wide initiatives are embarked upon to correct such issues. Furthermore, full-time Audit and Supervisory Committee Members regularly share information with the executives of the business execution divisions and the Internal Audit Department.

6. Matter regarding employees who assist duties of the Audit and Supervisory Committee

The Company has set up a department assisting duties of the Audit and Supervisory Committee and appointed dedicated staff (hereinafter referred to as "support staff for the Audit and Supervisory Committee").

- Overview of operating status

Based on the rules for the Audit and Supervisory Committee, the Company has set up a department assisting duties of the Audit and Supervisory Committee and has appointed three support staff for the Audit and Supervisory Committee, and one concurrently serving staff member, who have relevant knowledge, abilities, and job experience.

7. Matter regarding ensuring independence of the Company's support staff for the Audit and Supervisory Committee from Directors and effectiveness of instructions for the support staff

(1) Support staff for the Audit and Supervisory Committee shall not assume other duties and shall follow directions and orders solely from the Company's Audit and Supervisory Committee.

(2) The Company makes a personnel change and conducts performance review for support staff for the Audit and Supervisory Committee with Audit and Supervisory Committee's agreement, etc.

- Overview of operating status

In accordance with the Audit and Supervisory Committee Audit Standards, the Company ensures the independence of support staff for the Audit and Supervisory Committee from executive departments, and personnel change and performance review are conducted under the consent, etc. of the Audit and Supervisory Committee.

8. Structure for reporting by the Company's Directors and employees to its Audit and Supervisory Committee

(1) The Company has in place the structure for reporting on any serious internal misconduct or any important matter that may cause significant damage to the Company by Directors to the Audit and Supervisory Committee.

(2) The Company has in place the structure that enables employees to directly or indirectly report any serious internal misconduct or any important matter that may cause significant damage to the Company to the Audit and Supervisory Committee through reporting to the Ethics Hotline contact point, etc.

- Overview of operating status

The Company has in place an environment that enables Directors to report to Audit and Supervisory Committee as needed when any serious internal misconduct or any important matter that may cause significant damage to the Company is identified and recognized by Directors. In addition, when an employee becomes aware of any serious internal misconduct or any important matter that may cause significant damage to the Company, the Company has in place, operates, and disseminates a system for reporting the incident to the officer in charge and relevant departments as an incident report. In addition, the Company also has in place, operates, and disseminates an internal reporting system that allows reports and discussions to be held with the Ethics Hotline, which is a contact point for full-time Audit and Supervisory Committee Members, Audit and Supervisory Committee Members who are Independent Outside Directors, and the manager of the department in charge of compliance.

9. Structure for reporting by directors, audit & supervisory board members, employees, etc. of the Company's subsidiaries or a person who received a report from any of them to the Company's Audit and Supervisory Committee

(1) The Company has in place the structure for reporting on its subsidiary's serious internal misconduct or any important matter that may cause significant damage to the subsidiary by the subsidiary's directors and audit & supervisory board members directly or through the Company's Director in charge, etc. to the Company's Audit and Supervisory Committee.

(2) The Company has in place the structure that enables employees of the Company's subsidiaries to report directly or indirectly to the Company's Audit and Supervisory Committee through reporting to the Ethics Hotline contact point, etc.

- Overview of operating status

For serious internal misconduct or an important matter that may cause significant damage to a domestic subsidiary of the Company, an Incident Report Manual, an Ethics Hotline, etc. are established, operated and publicized as a system that allows for directors, audit & supervisory board members, employees or other people of the subsidiary to directly or indirectly report to the Audit and Supervisory Committee of the Company.

An internal reporting system has been established at major subsidiaries, guidance is provided so that their employees are able to use this, and in addition, the operation status of this is regularly monitored by the Ethics Hotline Secretary Office of the Company, and the results are reported to the Vice Presidents in charge of management of the Company and the Audit and Supervisory Committee.

10. Structure for ensuring that a person who reported to the Audit and Supervisory Committee is not treated unfavorably for the report

The Company has stipulated in in-house regulations that it is prohibited to treat Directors, Audit and Supervisory Committee Members, employees or other people at the Company and directors, audit & supervisory board members, employees or other people at its subsidiaries unfavorably because he or she reported to the Audit and Supervisory Committee.

- Overview of operating status

The Company has stipulated in its Ethics Hotline regulations that it is prohibited to treat Directors, Audit & Supervisory Board Members, employees or other people at the Company and its subsidiaries unfavorably because he or she reported to the Ethics Hotline.

11. Other structure for ensuring that the audit by the Audit and Supervisory Committee is conducted effectively

(1) Audit and Supervisory Committee Members may have meetings with Directors, Vice Presidents and executive-level employees regularly and as needed, for example by attending important in-house meetings such as business plan meetings.

(2) The Audit and Supervisory Committee may use, if it is necessary in performing an audit, external experts in addition to an audit by Internal Audit Department by resolution of the Audit and Supervisory Committee.

(3) The Audit and Supervisory Committee may have meetings regularly and as needed to ensure close cooperation with the Internal Audit Department and independent auditing firm.

- Overview of operating status

Audit and Supervisory Committee Members may have meetings with Directors, Vice Presidents and executive-level employees including managers of the Administrative Function regularly and as needed, for example by attending important meetings such as the Board of Directors and business plan meetings.

Per resolution of the Audit and Supervisory Committee, the Audit and Supervisory Committee Audit Standards expressly state the permissibility of using external experts. Meanwhile, the costs for audits by Audit and Supervisory Committee Members are budgeted for under the audit plan, and the expenses actually paid are reimbursed based on the claims of Audit and Supervisory Committee Members.

The Audit and Supervisory Committee holds meetings with the independent auditing firm and the Corporate Accounting Department to report the results of audits, etc. (five times in fiscal 2023) and holds additional meetings for discussions as needed. In addition, regular and ad hoc meetings are held with the Internal Audit Department, including monthly meetings and a Group Audit and Supervisory Committee Liaison Meeting (once in fiscal 2023), to share information and issues and hold discussions.

2. Basic Views on Eliminating Anti-Social Forces and Progress of Related Efforts

The Group adheres to its policy of having no relation with anti-social forces and groups that pose a threat to order or safety in civil society and steadfastly refusing any request from such forces and groups.

The Group has set up a body that controls handling of anti-social forces and groups in the Human Resources and General Affairs Departments and put in place a structure for cooperation with relevant internal departments and external specialized agencies including the police. To respond to unreasonable demands, education is also provided, such as by carrying out in-house training for the corresponding departments.

V. Other

1. Adoption of Anti-Takeover Measures

Adoption of Anti-Takeover Measures	Not adopted

2. Other Matters Concerning Corporate Governance System Updated

- Overview of the timely disclosure system

1. Establishment of a body responsible for disclosure

(1) The General Manager of Corporate Communication Department is responsible for handling information in timely disclosure, and the Corporate Communication Department is in charge of inquiries on the timely disclosure guidebook of the Tokyo Stock Exchange (the "Timely Disclosure Guidebook").

(2) For corporate information produced in and out of the Group including subsidiaries, each department in the Administrative Function endeavors to collect facts from the department managing the information and shares them in the Administrative Function.

(3) For corporate information on financial results, the Director in charge of management reports the progress and definitive results on a quarterly basis to the Board of Directors, which subsequently resolves such matters.

2. Establishment of procedures for timely disclosure

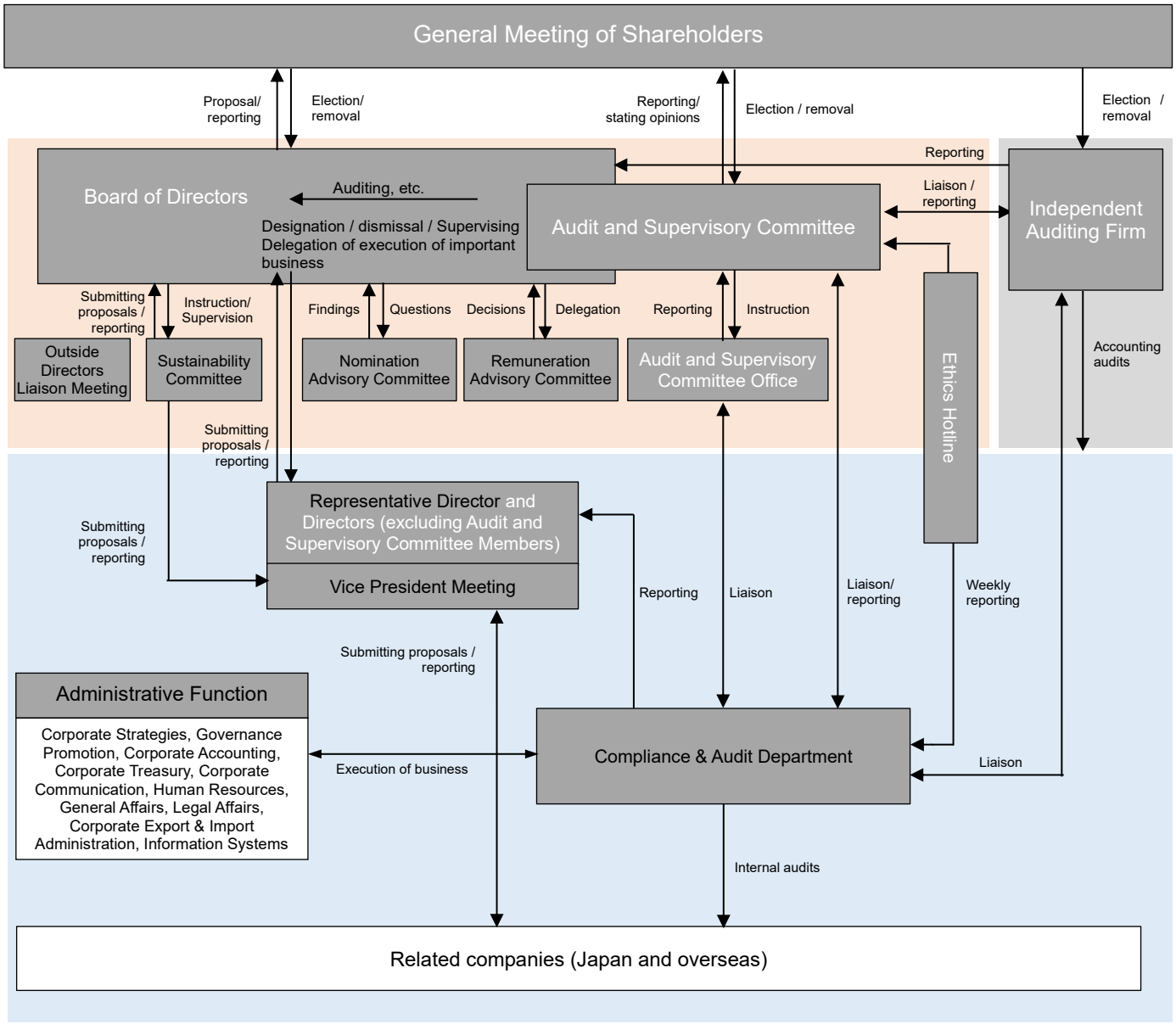
(1) The General Manager of Corporate Communication Department discloses corporate information deliberated at the Board of Directors meetings in accordance with the Timely Disclosure Guidebook.

(2) The General Manager of Corporate Communication Department discloses corporate information produced internally and externally after discussions at the Board of Directors meetings, etc. by Directors and Vice Presidents (or responsible persons) in accordance with the Timely Disclosure Guidebook.

(3) Financial closing information is shared by the Director in charge of finance and ESG with the Administrative Function after deliberations and decisions on such information at the Board of Directors meeting, and is disclosed in accordance with the Timely Disclosure Guidebook. This corporate information is reported to all Directors and persons in charge, etc. of consolidated companies by email simultaneously with being made public, and the Company also swiftly discloses the information on its website.

Reference Material Updated

[Corporate Governance at ALPS ALPINE]



Explanatory notes: Monitoring Operation Accounting audits

[In-house Structure for Timely Disclosure]

