

Compliance and Risk Management Committee Regulations

(Purpose)

Article 1.

The purpose of these regulations is to establish the necessary organization and authority, etc. of the MIYAJI ENGINEERING GROUP, INC. (hereinafter referred to as “MEG”) Compliance and Risk Management Committee, etc. and to clarify the Committee’s roles and responsibilities in order to achieve the objective of building and maintaining a compliance and risk management system, and properly operating and establishing such system at each MEG Group company.

(Role)

Article 2.

- (1) To deliberate and approve the compliance and risk management system’s basic policy and promotion system (organization, structure, personnel) for the entire Group
- (2) To deliberate and approve regulations and rules, manuals, etc. related to the compliance and risk management system for the entire Group
- (3) To deliberate and approve training and awareness programs related to the promotion of compliance and the promotion of risk management for the entire Group
- (4) To review and determine the compliance status and risk management status of Group companies, and deliberate and approve guidance and support measures
- (5) To review and investigate issues related to violations of laws and regulations and risk management regulations, or misconduct, etc. against the Company, and deliberate and approve remedial and preventive measures
- (6) To report, consult, deliberate and approve measures to improve the whistleblowing system
- (7) To deliberate and approve response measures in the event of a serious legal or risk management violation or crisis (including scandals)
- (8) To consult with the Audit and Supervisory Committee and Accounting Auditor

(Composition)

Article 3.

- (1) The Committee shall consist of one chairperson and no more than 12 members (including outside committee members).
- (2) The Committee shall be chaired by the MEG President and members shall be MEG Directors.
- (3) A legal advisor shall be appointed to serve as an outside committee member.
- (4) The chairperson may separately appoint observers to attend committee meetings when particularly necessary.

(Secretariat)

Article 4.

A secretariat shall be established in the General Affairs and Human Resources Department to ensure that the activities of the Committee are conducted flexibly and efficiently. The secretariat shall assume the following roles as the actual working organization of the Committee and supervise administrative work related to the Group's overall compliance and risk management.

- (1) Administrative work related to the Compliance and Risk Management Committee (secretariat functions)
- (2) Guidance and support for the building and maintenance of a Group-wide compliance and risk management system (organization, structure and personnel)
 - * The administrative divisions of each company shall primarily be responsible for various laws and regulations surrounding business activities, the management of business processes, identifying risks, building and maintaining management systems, education and training, and other practical matters.
- (3) Guidance and support for drafting and reviewing compliance and risk management regulations and rules, manuals, etc. for the entire Group
 - * The administrative divisions of each company shall primarily be responsible for drafting various regulations and other practical matters.
- (4) Guidance and support for planning and implementing education and awareness plans for Group-wide compliance and risk management (specific educational activities may be delegated to the Audit Office)
- (5) Reviewing compliance and risk management status checks at Group companies, providing guidance and support
- (6) Guidance and support for checking and investigating issues and planning remedial and preventive measures to prevent deviations from compliance and risk management
- (7) Responding to reports, inquiries, and consultations concerning compliance, and accepting whistleblowing reports
- (8) Investigating compliance deviations and facts in violations of risk management and planning corrective measures
- (9) Investigating the cause of serious violations of compliance and risk management regulations, deviant operations, etc. and considering measures to prevent recurrence

Supplementary Provisions These Regulations shall come into effect as of May 17, 2006.

June 29, 2011	partially revised
April 24, 2015	partially revised
May 12, 2016	partially revised
June 25, 2021	partially revised
<u>March 24, 2023</u>	<u>partially revised</u>