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Corporate Governance

Actions taken to enhance corporate governance

FY	Major actions
2004	Appointed an outside director, first in the company
2006	Established the Audit Office
	Reformed the executive compensation system (abolished retirement benefits and introduced stock options)
	Established the Remuneration Assessment Advisory Meeting (to check the validity of remuneration of corporate officers)
2008	Established CSR Management Office
	Increased the number of outside directors from one to two
2011	Adopted the executive officer system; decreased the number of directors significantly from 18 to 10
2015	Shifted to a company with an audit and supervisory committee (from a company with a board of auditors)
	Set the number of board members at 16 (including four directors serving as Audit and Supervisory Committee members and four outside directors)
	Complied with principles of the Corporate Governance Code
2018	Reformed the executive compensation system (for the long-term incentive plan, replaced stock options with restricted stocks in order to encourage director's holding of treasury stocks)
	Abolished the buyout countermeasure (anti-takeover measure)
	Established the Corporate Governance Committee, comprising two independent outside directors and a representative director and chaired by an independent outside director, as an advisory body for the Board of Directors to check the validity of remuneration and personnel affairs of corporate officers (Remuneration Assessment Advisory Meeting was dissolved as a result)
2021	Increased the number of outside directors from four to five
	Increased the proportion of independent outside directors to one-third (four out of 12)
	Enhanced the constitution and function of the Corporate Governance Committee to mandate that it: be comprised of all independent outside directors and all representative directors, with the remainder of members being external experts; have independent outside directors in the majority; and be chaired by an independent outside director. Its function is to check the validity of nomination and remuneration of corporate officers and make general recommendations on corporate governance
	Corporate Governance Committee renamed Nomination and Compensation Committee

Legal training provided in FY2023

Month	Target	Description
July 2023 to January 2024	Sales personnel	Legal training for sales personnel (total of six sessions)
September 2023	Directors and executive officers	Recent legal topics
October 2023	New managers	Legal risks that you should know about as a manager
November 2023	New supervisors	Legal risks that you should know about as a supervisor
January 2024	Directors and executive officers	Latest trends in disclosure

Compliance

Legal News published

Issuance	No.	Title
FY2023	No. 57	Summary of news from April 2023 to March 2024
	No. 56	Prevent misrepresentation of performance/quality data—Carelessness is inexcusable.
	No. 55	If we receive a large compensation claim from a purchaser of a defective product, what is our liability?
	No. 54	Corporate governance is every employee's business
	No. 53	You gave instructions to your subordinates and were hit with a harassment complaint—What went wrong?
	No. 52	If misconduct by your subordinate results in loss or damage, will you be held liable?
FY2022	No. 51	Summary of news from April 2022 to March 2023
	No. 50	If a former employee asks me to send him/her internal documents, is it okay to send them?
	No. 49	Activities that require attention in relation to the introduction of the Invoice System (Risks from the perspectives of the Act against Delay in Payment of Subcontract Proceeds, Etc. to Subcontractors and the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade)
	No. 48	What is the Invoice System?
	No. 47	Amendment of the Whistleblower Protection Act and revision of our whistleblowing system
	No. 46	Recent violation cases related to the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade
FY2021	No. 45	Summary of news from April 2021 to March 2022
	No. 44	Will the TSE First Section be closed?— Reorganization of the Tokyo Stock Exchange
	No. 43	Paperless trend gaining momentum—Electronic contracting and the revised Electronic Books Maintenance Act
	No. 42	Improve your knowledge of copyright—It's not just for books and movies
	No. 41	Responding to unwanted telemarketing calls—Common tricks and countermeasures
	No. 40	About the revised Act on Employment Security of Elderly Persons

CSR study sessions held

FY	Target	Participation
FY2023	Group companies outside Japan ^{*1}	1,384 employees from 31 companies and one site
FY2022	LINTEC CORPORATION	2,707 employees (including participants in the session held at Ina Technology Center in March 2022)
	Group companies in Japan ^{*2}	363 employees from seven companies (including participants in the session held at LINTEC CUSTOMER SERVICE, INC. in March 2022)

^{*1} Group companies outside Japan: LINTEC (SUZHOU) TECH CORPORATION; LINTEC PRINTING & TECHNOLOGY (TIANJIN) CORPORATION; LINTEC ADVANCED TECHNOLOGIES (SHANGHAI), INC.; LINTEC SPECIALITY FILMS (TAIWAN), INC.; LINTEC HI-TECH (TAIWAN), INC.; LINTEC ADVANCED TECHNOLOGIES (TAIWAN), INC.; LINTEC KOREA, INC.; LINTEC SPECIALITY FILMS (KOREA), INC.; LINTEC ADVANCED TECHNOLOGIES (KOREA), INC.; LINTEC ASIA PACIFIC REGIONAL HEADQUARTERS PRIVATE LIMITED; LINTEC SINGAPORE PRIVATE LIMITED; PT. LINTEC INDONESIA; PT. LINTEC JAKARTA; LINTEC (THAILAND) CO., LTD.; LINTEC INDUSTRIES (MALAYSIA) SDN. BHD.; LINTEC INDUSTRIES (SARAWAK) SDN. BHD.; LINTEC KUALA LUMPUR SDN. BHD.; LINTEC ADVANCED TECHNOLOGIES (MALAYSIA) SDN. BHD.; LINTEC VIETNAM CO., LTD.; LINTEC HANOI VIETNAM CO., LTD.; LINTEC CORPORATION Hanoi Office; LINTEC ADVANCED TECHNOLOGIES (PHILIPPINES), INC.; LINTEC PHILIPPINES (PEZA), INC.; LINTEC INDIA PRIVATE LIMITED; LINTEC USA HOLDING, INC.; LINTEC OF AMERICA, INC.; MACTAC AMERICAS, LLC; MADICO, INC.; VDI, LLC; LINTEC EUROPE B.V.; LINTEC EUROPE (UK) LIMITED; LINTEC ADVANCED TECHNOLOGIES (EUROPE) GMBH

^{*2} Group companies in Japan: LINTEC COMMERCE, INC.; LINTEC SIGN SYSTEM, INC.; SHONAN LINTEC KAKO, INC.; LINTEC SERVICES, INC.; LINTEC CUSTOMER SERVICE, INC.; PRINTEC, INC. (currently Printec Division, LINTEC SIGN SYSTEM, INC.); TOKYO LINTEC KAKO, INC.