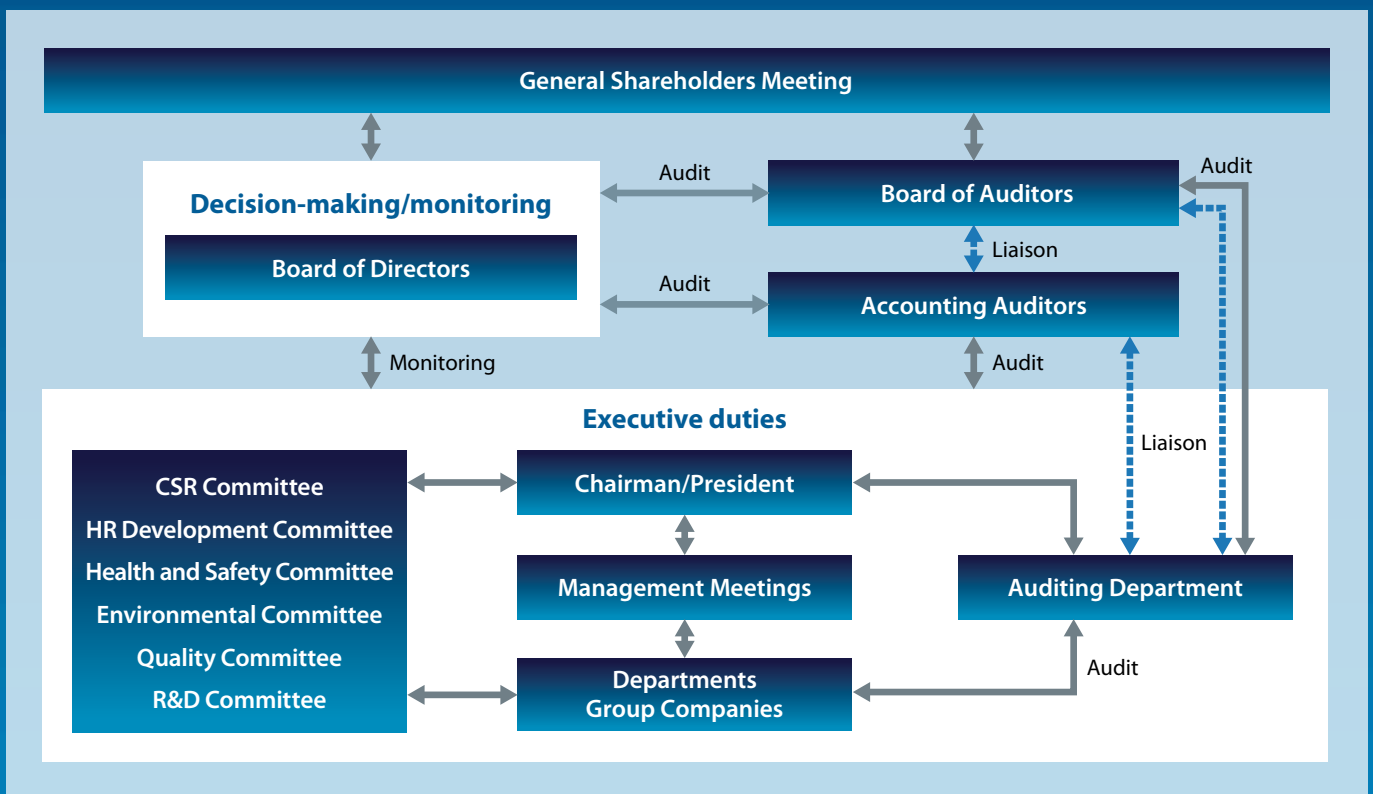




Full-scale management system to ensure stakeholder trust and high corporate value

The UACJ Group believes one of the most important roles of a company is to gain the trust of its customers and clients. This is done through the ongoing creation and provision of products, technologies and services that are safe and contribute to a more affluent society while simultaneously raising corporate value, thereby contributing to our shareholders and employees, and the local communities we do business in. To ensure that these responsibilities are fulfilled, corporate governance is the basic framework for maintaining our relationship with stakeholders. The Board of Directors established a system for monitoring management, through which it promote various initiatives such as adhering to corporate ethics, through compliance and thorough risk management.

Corporate Governance System



Management System

Board of Directors

There are 18 members on the UACJ Board of Directors: 12 company directors (two of which are from outside of the company) and six auditors (four of which are also from outside of the company). The term for all directors is one year, and we are currently working to clarify duties. The two outside directors include a professor emeritus from a university with a wealth of knowledge and a professor with a distinguished history of experience in both academics and corporate governance. Their roles are to provide commentary from an objective viewpoint and ensure appropriate decision-making on behalf of the Board.

We have also introduced an executive officer system. The reason for this being to separate decision-making and monitoring from executive duties, thereby improving Board functionality and expediting executive duties.

The Board reviews applicable laws and ordinances, articles of incorporation and internal regulations, deliberates issues of administrative importance, and reports on the status of executive duties. There is also a group of 10 internal directors, two full-time auditors and 18 managing directors that hold regular monthly management meetings. In addition to discussing and investigating important issues, they communicate with the persons responsible for executive duties and monitor their intended actions.

Board of Auditors

The Board of Auditors consists of six auditors including four from outside of the company. Two members are also qualified to provide expert opinion on financial and accounting issues.

The Board of Auditors is an independent body that plays an integral role in corporate governance by auditing the administrative activities of the directors. The auditing officer attends all important in-house meetings, including Board of Directors meetings, and shares the information obtained from periodic auditing reports prepared by full-time auditors and delivered during the monthly meetings held by the Board of Auditors.

Internal audits are also carried out by the Auditing Department, the members of which include 12 full-time auditors and five part-time auditors. This department is under the direct control of the chairman and president. It sets yearly policies and plans based on internal auditing regulations, objectively evaluates the activities of UACJ and Group companies, reports results to the chairman and president, and drafts and suggests improvements.

Additionally, whenever deemed necessary, the Board of Auditors and Auditing Department may confer with each other over policies, plans, and how audits are conducted and their results.

Internal Control

Based on the UACJ management philosophy, the UACJ Group utilizes a strict internal control system that ensures the legality and rationality of its operations. The Auditing Department evaluates internal controls and strives to ensure reliable reports, as stipulated under the Financial Instruments and Exchange Act.

CSR Committee

In order to strengthen CSR management, UACJ established a CSR Committee for the purpose of creating a CSR promotion system to control group-wide, cross-sectional implementation of activities. This committee is chaired by the president and includes full-time directors and general managers from each factory and technical R&D center, and the general managers of related departments at the headquarters. The CSR Committee meets once a year to discuss and report on general policies and measures related to CSR, compliance, risk management, and the training and enlightenment of executives and senior staff. The policies and measures discussed by the committee are communicated throughout the company via committee members, and are further disseminated to Group companies through the General Affairs Liaison Committee and other departments.

Compliance

In order to ensure the continuation of sound and fair business activities as a corporate group trusted by society, in June 2014, we established and distributed the Group Code of Conduct, which stipulates items that all Group company employees must observe. The Code of Conduct is translated into local languages for overseas Group companies, including English, Chinese, Czech, Indonesian and Thai. Training to ensure compliance to the Anti-Monopoly Act, Subcontract Act and other laws is also being introduced for overseas Group companies.

Risk Management

At UACJ, the risks that are characteristic to each department and may occur during operations are identified. They are then evaluated by the respective departments together with conducting risk management throughout the entire company. Additionally, for risks that could seriously affect business continuity, information on countermeasures, the time limit required for implementing them and progress status are collected and compiled into a "Risk Management Chart" so that information can be shared throughout the company.

We are also reviewing business continuity plans (BCPs) for large-scale earthquakes, and working to build systems that confirm employee safety, set up alternate production facilities and relocate headquarter functions elsewhere at the time of an emergency.

List of Directors (as of June 26, 2015)

Directors



Shigenori Yamauchi
Chairman of the Board
CEO

Jul. 1971 Joined Sumitomo Light Metal Industries, Ltd.
Jun. 2002 Company Director
Jun. 2004 Managing Director
Apr. 2005 Director and Managing Executive Officer
Apr. 2007 Director and Senior Managing Executive Officer
Jun. 2009 President and CEO
Oct. 2013 Chairman of the Board CEO, UACJ Corporation (current)



Mitsuru Okada
Member of the Board
President CEO

Apr. 1982 Joined Furukawa Electric Co., Ltd.
Jun. 2008 Director, Furukawa-Sky Aluminum Corp.
Jun. 2010 Managing Director
Jun. 2012 President
Oct. 2013 Member of the Board, President CEO, UACJ Corporation (current)



Shujiro Ito
Director, Member of the Board
Executive Vice President

Apr. 1973 Joined Sumitomo Light Metal Industries, Ltd.
Jun. 2004 Director
Apr. 2005 Executive Officer
Apr. 2007 Managing Executive Officer
Jun. 2007 Director and Managing Executive Officer
Jun. 2009 Director and Senior Managing Executive Officer
Oct. 2013 Director, Member of the Board Senior Managing Executive Officer, UACJ Corporation
Apr. 2015 Director, Member of the Board Executive Vice President (current)



Keizo Shoji
Director, Member of the Board
Senior Managing Executive Officer

Apr. 1975 Joined Sumitomo Light Metal Industries, Ltd.
Apr. 2007 Executive Officer
Jun. 2010 Director and Executive Officer
Apr. 2011 Director and Managing Executive Officer
Oct. 2013 Director, Member of the Board Managing Executive Officer, UACJ Corporation
Apr. 2015 Director, Member of the Board Senior Managing Executive Officer (current)



Takayoshi Nakano
Director, Member of the Board
Senior Managing Executive Officer

Apr. 1978 Joined Nippon Steel Corporation (now Nippon Steel & Sumitomo Metal Corporation)
Apr. 2004 Manager, European Office
Jun. 2009 Advisor, Furukawa-Sky Aluminum Corp.
Jun. 2010 Director
Jun. 2012 Managing Director
Jun. 2013 Director and Managing Executive Officer
Oct. 2013 Director, Member of the Board Managing Executive Officer, UACJ Corporation
Apr. 2015 Director, Member of the Board Senior Managing Executive Officer (current)



Kiyoshi Tanaka
Director, Member of the Board
Managing Executive Officer

Apr. 1981 Joined Furukawa Electric Co., Ltd.
Jun. 2010 Director, Furukawa-Sky Aluminum Corp.
Jun. 2013 Director and Managing Executive Officer
Oct. 2013 Director, Member of the Board Managing Executive Officer, UACJ Corporation (current)



Hironori Tsuchiya
 Director, Member of the Board
 Managing Executive Officer

Apr. 1980 Joined Furukawa Electric Co., Ltd.
 Jun. 2011 Director, Furukawa-Sky Aluminum Corp.
 Jun. 2013 Director and Managing Executive Officer
 Oct. 2013 Director, Member of the Board
 Managing Executive Officer,
 UACJ Corporation (current)



Kazuhisa Shibue
 Director, Member of the Board
 Managing Executive Officer

Apr. 1980 Joined Sumitomo Light Metal Industries, Ltd.
 Apr. 2010 Executive Officer
 Oct. 2013 Managing Executive Officer, UACJ Corporation
 Jun. 2014 Director, Member of the Board
 Managing Executive Officer (current)



Hisashi Hasegawa
 Director, Member of the Board
 Managing Executive Officer

Apr. 1980 Joined Furukawa Electric Co., Ltd.
 Jun. 2006 General Manager, Finance and
 Accounting Dept.
 Jun. 2009 Director and General Manager,
 Finance and Accounting Dept.,
 Furukawa-Sky Aluminum Corp.
 Jun. 2012 Managing Director
 Jun. 2013 Managing Executive Officer
 Oct. 2013 Managing Executive Officer, UACJ Corporation
 Jun. 2015 Director, Member of the Board
 Managing Executive Officer (current)



Miyuki Ishihara
 Director, Member of the Board
 Executive Officer

Apr. 1981 Joined Sumitomo Light Metal Industries, Ltd.
 Oct. 2012 Deputy General Manager,
 Production Div./Vice Factory Manager,
 Nagoya Works
 Executive Officer
 Apr. 2013 Deputy General Manager, Production
 Div./Factory Manager, Nagoya Works
 Executive Officer
 Oct. 2013 General Manager, Nagoya Works,
 Production Division
 Executive Officer, UACJ Corporation
 Jul. 2014 General Manager, Fukui Works,
 Production Division, Executive Officer
 Jun. 2015 Director, Member of the Board
 Executive Officer (current)

Outside Members of the Board



Toshio Suzuki
 Director, Member of the Board (outside)

Apr. 1988 Assistant Professor, University of Tokyo
 Jun. 1994 Professor
 Apr. 1995 Professor of Graduate School
 Mar. 2012 Retirement
 Jun. 2012 Professor Emeritus, University of Tokyo
 (current)
 Oct. 2013 Director, Member of the Board (outside),
 UACJ Corporation (current)



Ryoko Sugiyama
 Director, Member of the Board (outside)

May 1996 Established Sugiyama & Kurihara Environmental
 Consultants, Inc., Representative Director
 Dec. 1997 Director, Gifu Shimbun
 Dec. 1999 Director, Gifu Broadcasting System, Inc.
 (current)
 Aug. 2007 Sugiyama & Kurihara Environmental
 Consultants, Inc. (current)
 Apr. 2010 Professor, Fuji Tokoha University (currently
 Tokoha University) Faculty of Social and
 Environmental Studies (current)
 Jun. 2010 Outside Director, Lecip Holdings Corporation
 May 2014 Director and Chairman, Gifu Shimbun
 (current)
 Jun. 2015 Director, Member of the Board (outside),
 UACJ Corporation (current)

Audit & Supervisory Board Members



Nobuhiro Ishihara
Audit & Supervisory Board Member

Apr. 1980 Joined Furukawa Electric Co., Ltd.
Oct. 2003 General Manager, General Affairs Dpt., Fukui Works, Rolled Products Div., Furukawa-Sky Aluminum Corp.
Jun. 2004 General Manager, General Affairs Div., Nuclear Fuel Industries, Ltd.
Jun. 2008 Director and General Manager, General Affairs Dept.
May 2009 Executive Officer and General Manager, General Affairs Dept.
Jun. 2010 Full-time Statutory Auditor, Furukawa-Sky Aluminum Corp.
Oct. 2013 Audit & Supervisory Board Member, UACJ Corporation (current)



Kazumasa Kato
Audit & Supervisory Board Member

Apr. 1980 Joined Furukawa Electric Co., Ltd.
Mar. 2003 Manager, Management Office, Yokohama R&D Laboratory, Research & Development Division
Jul. 2004 General Manager, Finance and Accounting Department, NIKKEI KAKOH CO., LTD.
Jun. 2005 Director
Jun. 2009 Managing Director
Jun. 2015 Audit & Supervisory Board Member, UACJ Corporation (current)

Outside Audit & Supervisory Board Members



Akari Asano
Audit & Supervisory Board Member (outside)

Apr. 1970 Joined MITSUBISHI RAYON CO., LTD.
Jun. 2003 General Manager, General Affairs Department
Jun. 2004 Senior Director
Jun. 2008 Resigned from MITSUBISHI RAYON CO., LTD.
Jun. 2009 Outside Statutory Auditor of Sumitomo Light Metal Industries, Ltd.
Jun. 2013 Outside Statutory Auditor, Furukawa-Sky Aluminum Corp.
Oct. 2013 Audit & Supervisory Board Member (outside), UACJ Corporation (current)



Tetsuya Sato
Audit & Supervisory Board Member (outside)

Apr. 1975 Joined the Ministry of International Trade and Industry (currently the Ministry of Economy, Trade and Industry)
Jul. 2002 Deputy Director-General for Technical Regulations, Standards and Conformity Assessment Policy
Jun. 2004 Retired from the Ministry of Economy, Trade and Industry
Jul. 2004 Senior Director of The Shoko Chukin Bank (currently The Shoko Chukin Bank, Ltd.)
Jul. 2006 Resigned from Senior Director of The Shoko Chukin Bank, Ltd.
Aug. 2006 Corporate Vice President of Furukawa Electric Co., Ltd.
Jun. 2007 Director, Member of the Board and Corporate Vice President
Jun. 2009 Director, Member of the Board and Corporate Senior Vice President
Jun. 2013 Outside Statutory Auditor, Furukawa-Sky Aluminum Corp.
Oct. 2013 Audit & Supervisory Board Member (outside), UACJ Corporation (current)
Apr. 2014 Director, Member of the Board and Corporate Executive Vice President of Furukawa Electric Co., Ltd.
Apr. 2015 Director, Member of the Board
Jun. 2015 Audit & Supervisory Board Member (current)



Takashi Sone
Audit & Supervisory Board Member (outside)

Apr. 1971 Joined Sumitomo Corporation
Apr. 2004 General Manager, Communications/Industry Project
Apr. 2007 Executive Officer
Apr. 2009 Managing Executive Officer
Apr. 2011 Advisor
Jun. 2012 Outside Statutory Auditor, Sumitomo Light Metal Industries, Ltd.
Oct. 2013 Audit & Supervisory Board Member (outside), UACJ Corporation (current)



Atsuki Matsumura
Audit & Supervisory Board Member (outside)

Apr. 1986 Joined Nippon Steel Corporation
Oct. 1997 SIMOX Group Leader, Semiconductor Substrate Development Group, Advanced Materials & Technology Research Laboratories, Technical Research & Development Bureau
Aug. 2008 President and Representative Director and General Manager, Sales Management Department, Siltronic Japan Corporation
Dec. 2012 Joined Nippon Steel & Sumitomo Metal Corporation Senior Principal Manager, Corporate Planning Division
Mar. 2015 Auditor, Nippon Steel & Sumikin Chemical Co., Ltd. (current)
Apr. 2015 Advisor, Corporate Planning Division, Nippon Steel & Sumitomo Metal Corporation (current)
Jun. 2015 Audit & Supervisory Board Member, NS Solutions Corporation (current)
Audit & Supervisory Board Member (outside), UACJ Corporation (current)

Executive Officers

Shigekazu Shiraishi
Senior Managing Executive Officer

Akihiko Kusumoto
Senior Managing Executive Officer

Tatsuro Matsuura
Managing Executive Officer

Youji Shimizu
Executive Officer

Hiroyuki Fukui
Executive Officer

Katsuyasu Niibori
Executive Officer

Mizuho Taneoka
Executive Officer

Akinori Yamaguchi
Executive Officer

Teiichi Abe
Executive Officer

Teruo Kawashima
Executive Officer

Masataka Taguchi
Executive Officer

Masahiro Teshima
Executive Officer

Akito Imaizumi
Executive Officer

Akira Matsushita
Executive Officer

Kimitoshi Inagaki
Executive Officer

Akinori Yoshida
Executive Officer

Yasuhiro Hosomi
Executive Officer

Takahide Otani
Executive Officer