

Corporate Governance

Casio is constantly striving to strengthen its corporate governance, focusing on the priority issues of quick decision making, proper execution of operations, and improved transparency of business management.

Corporate Governance System

Casio recognizes that quick decision making, proper execution of operations, and a robust management oversight function that increases the transparency of business management are extremely important factors in achieving business goals and continuing to raise corporate value. This recognition guides the company's ongoing efforts to improve corporate governance.

In June 1999, Casio Computer Co., Ltd., made a change in its board of directors, reducing its size by half, from 24 to 12 directors. At the same time, the company adopted a system of operating officers to clearly separate the management oversight and execution functions. In December 2004, a CSR Committee was also established to drive the company's efforts to fulfill its corporate social responsibility.

With the adoption of this system, Casio Computer Co., Ltd., has built a corporate governance system that consists of the operating officer system, internal audit system, and CSR Committee, in addition to the board of directors and the board of auditors. The objective, role and membership of each of these bodies are described below.

Board of Directors

The board of directors is tasked with making prompt, reasonable management decisions. Board meetings are attended by directors and auditors, who discuss and make decisions on important business issues.

Board of Operating Officers

Meetings of the board of operating officers are attended by operating officers, directors and auditors. They deliberate on

important affairs relating to the execution of business operations. This mechanism enables smooth implementation of company-wide adjustments and measures.

Board of Auditors

The board of auditors consists of three auditors, two of them external. In accordance with audit policies and responsibilities approved by the board of auditors, auditors attend board of directors' meetings and meetings of the operating officers. In addition, they perform careful audits by gathering information and receiving reports from directors and others, and by reviewing resolution documents relating to important decisions.

Internal Audit Department

The internal audit department performs audits of Casio operations to ensure they are in conformity with laws and regulations as well as internal standards such as the organization control standard. It also conducts evaluations and offers recommendations for improvement.

CSR Committee

The CSR Committee is comprised of the directors and auditors, and the company president serves as chairman. The committee discusses matters related to CSR, including the determination of CSR priority issues, initiatives, policies, and systems for execution. The decisions made by the CSR Committee for each CSR issue are then transformed into specific activities by each department concerned. The CSR Committee is currently addressing the issues of compliance, risk management, and protection of personal information.

Corporate governance system diagram

