# **Corporate Governance/Compliance**

## **Corporate Governance**



Corporate Governance

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#### Fundamental Approach to Corporate Governance

Since its founding in 1943, the Sanden Group's corporate culture has been guided by the principles set out in its founding spirit, "Let us develop with wisdom and prosper in harmony." In addition, the Corporate Philosophy, adopted in 2003 that outlines the "universal values shared by the global community" and the "basic stance toward stakeholders," has spread broadly throughout the Group. Based on the Corporate Philosophy, we are working on corporate governance from the standpoint of enhancing management quality in areas including fairness, transparency, and efficiency of management.

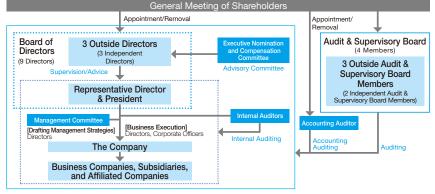
Under the Group's new vision to "Open up a new era and become a company that is trusted by all the people so that we will be able to create an enriched society in which environment and comfort are harmonized," we will steadily execute the Mid-term Management Plan and create new corporate value.

## **Corporate Governance Initiatives**

Employing the "company with auditors" model based on Japan's Corporate Law, Sanden has created a corporate governance system that includes a Board of Directors, Audit & Supervisory Board Members, Audit & Supervisory Board, and Accounting Auditor.

Of the nine directors that make up the board of directors, three, or one-third, are outside directors. This system is expected to deliver management accountability, strengthen supervisory functions, and ensure the objectivity and independence of governance.

# Compliance





#### Compliance

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#### Fundamental Approach to Compliance

Last year there were scandals at many companies. Recognizing that corporate social responsibility cannot be fulfilled without compliance initiatives, the Sanden Group established its Corporate Philosophy as a universal concept to which all officers and employees must comply. Positioning compliance as the most important management issue in our global corporate activities, Sanden conducts ongoing activities to ensure high ethical standards for each and every employee and our place as company trusted by the international community and local communities.

We at the Sanden Group are engaged in a range of measures related to compliance.

## **Compliance Initiatives**

The Sanden Group revised its compliance rules to strengthen the global compliance system. In the revised system, when a compliance problem occurs in the Group, reports go directly to the Legal & Administration Division. In addition, consultation on important matters are conducted with the Executive Committee and the Board of Directors. We are further strengthening cooperation globally to build a global compliance network with overseas legal staff.

