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Fujikura Ltd.

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Securities code: 5803

<https://www.fujikura.co.jp/en/>

The corporate governance of Fujikura Ltd. (the “Company”) is described below.

I. Basic Views on Corporate Governance, Capital Structure, Corporate Attributes, and Other Key Information

1. Basic Views

Fujikura’s basic view on corporate governance aimed at the steady implementation of this strategy is detailed below.

[Management Structure]

(1) Board of Directors

The total number of directors after the Annual General Meeting of Shareholders for the fiscal year ended March 31, 2025 (fiscal year 2024) was 10, comprising three executive directors responsible for the execution of business and seven non-executive directors. Non-executive directors consist of one internally promoted full-time member of the Audit and Supervisory Committee and six outside directors. The outside directors, who are independent of Fujikura’s business management, are divided into three who are not members of the Audit and Supervisory Committee and three who are members of the committee. The composition is designed to enable the outside directors to demonstrate their insight and expertise more effectively, with the former focusing on supervising and providing advice on the next mid-term management plan, leveraging their knowledge of business management, and the latter focusing on auditing and supervising business execution, leveraging their varied expertise.

The Board of Directors makes decisions on important matters concerning business management (e.g., developing medium- to long-term strategies, reviewing business portfolio) after thoroughly discussing them among the internal and outside directors mentioned above. Moreover, the non-executive full-time member of the Audit and Supervisory Committee chairs and presides over proceedings at the Board of Directors’ meetings, enhancing the oversight function of the Board of Directors.

(2) Operational Execution Structure

Fujikura adopted a system of appointing a Chief Executive Officer (CEO), Chief Financial Officer (CFO), and Chief Technology Officer (CTO), based on resolutions of the Board of Directors. The CEO (who may also be referred to as “Director, President and CEO” below) serves as the CEO of the corporate group consisting of Fujikura and its subsidiaries (hereafter, collectively referred to as the “Fujikura Group” while each subsidiary will be referred to as a “Group subsidiary”). The CFO is a person with ultimate responsibility for the area of finance which requires an extremely high level of expertise, while the CTO is a person with ultimate responsibility for the area of technological development, which similarly requires an extremely high level of expertise.

This sort of triumvirate with the CEO at the top and whose functions being supplemented by the CFO and CTO enables Fujikura to operate its business based on more effective and sophisticated management decisions.

In addition to strengthening the Board of Directors' supervisory function, Fujikura has also put in place a Corporate Officer system to clarify the whereabouts of responsibility, another step to ensure the separation of supervisory and execution functions. As of time of filing this report, there were seven Corporate Officers who are not concurrently serving on the Board of Directors. Placed under the relevant executive director, they are contributing their respective skills to executing business.

(3) Audit and Supervisory Committee

The Audit and Supervisory Committee consisted of four committee members in total as of the close of the Annual General Meeting of Shareholders held for the fiscal year ended March 31, 2025. These included one full-time internal director and three outside directors who are independent of Fujikura's management. The Audit and Supervisory Committee Office was established and is staffed with exclusive, full-time personnel as the organization which supports the activities of the Audit and Supervisory Committee, at its direction.

(4) Nomination and Remuneration of Directors

When making decisions on the following matters concerning the nomination of directors, the Nominating Advisory Committee, an advisory body to the Board of Directors (having an outside director as Chair and outside directors as the majority of committee members), verifies the fairness and appropriateness of the Board of Directors' decision-making process.

- Draft proposals for resolutions of the General Meeting of Shareholders concerning election and dismissal of directors
- Criteria for election and dismissal of directors
- Successor plans
- Criteria for independence of outside directors

When making decisions on the following matters concerning remuneration of directors, the Remuneration Advisory Committee, an advisory body to the Board of Directors (having an outside director as Chair and outside directors as the majority of committee members), verifies the fairness and appropriateness of the Board of Directors' decision-making process.

- Director remuneration and the system for determining the amount thereof
- The amount of remuneration for each director

(5) Executive Officers Meeting, etc.

Fujikura has put in place the Executive Officers Meeting, a body in which members report, discuss, and exchange information on company-wide important matters concerning business execution. The meeting body is chaired by CEO and composed of all of the executive directors and Corporate Officers, with their meetings attended by the full-time auditor to ask relevant questions as needed. In principle, the Executive Officers Meeting is held once a week.

Fujikura has multiple meeting bodies other than the Executive Officers Meeting, as later detailed in V.2.

[Establishment of a System of Internal Controls by Executive Directors and Audits by the Audit and Supervisory Committee]

Executive directors are in charge of business divisions they are assigned by the Board of Directors and supporting organizations for business divisions, corporate divisions, or Group companies overseen by them or by an Corporate Officer under their control.

They assume responsibility for compliance with and implementation of Fujikura's system of internal controls. As members of the Board of Directors, which makes decisions on the system of internal controls, executive directors also assume responsibility for the appropriateness of the internal control system.

The Audit and Supervisory Committee supervises compliance with and implementation of the system of internal controls concerning the performance of duties by executive directors. The Committee therefore audits the status of compliance and implementation in Fujikura and in Group companies, as needed. In addition to checking and verifying the contents of information provided by the executive side, the Audit and Supervisory Committee requests direct explanations from executive directors and others responsible for execution. As members of the Board of Directors, which makes decisions on the system of internal controls, Audit and Supervisory Committee members also assume responsibility for the appropriateness of the internal control system.

Reasons for Non-compliance with the Principles of the Corporate Governance Code

Fujikura is implementing each of the principles laid out in the Corporate Governance Code.

Disclosure Based on each Principle of the Corporate Governance Code

[Principle 1.4] Cross-shareholding

1. Policy on cross-shareholding

In principle, Fujikura does not engage in the cross-shareholding practice. However, Fujikura may hold shares in certain companies for reasons other than purely investment purposes (cross shareholdings) if, and only to the extent that, in the course of its business, it deems necessary to enter into strategic collaboration with the companies and only if holding shares in such partner companies contributes to enhancing Fujikura's corporate value over a medium to long term.

Shares held in each partner company are considered part of capital invested by the relevant business unit and examined—when deemed necessary—for appropriateness under the above policy, with the decision over whether or not to allow such capital investment made by the Board of Directors. Shares determined not to be held will be sold off, with progress on the sale of such shares reported to the Board of Directors.

For the balance sheet amount of cross-held shares of Fujikura, refer to the annual securities report dated June 26, 2025.

2. Policy on exercise of voting rights

Fujikura properly exercises voting rights each year based on comprehensive decisions derived from the aforementioned strategic cross-shareholding policy and from the perspective of increasing corporate value over the medium to long term.

[Principle 1.7] Related party transactions

Fujikura conducts surveys on transactions between related parties that involve its directors and the members of the Audit and Supervisory Committee to ensure that there is no conflict of interest with the company. Based on the results of these surveys, Fujikura discloses information concerning related party transactions in the Convocation Notice of the Annual General Meeting of Shareholders and the annual securities report.

[Supplementary Principle 2.4.1] Ensuring diversity in the appointment of core personnel and so forth

The Fujikura Group changed its remuneration system in 2017 from the system based on the functional classification

assigned according to one's ability to perform their jobs (shokunou-kyuu) to the system based on the role and responsibilities one fulfills (yakuwari-kyuu). At the same time, the Group created its common human resources platform. At present, Fujikura is organizing an environment that will enable employees of not only Fujikura but also those recruited by its Group companies worldwide to move across the Group.

To secure future managerial staff, Fujikura will utilize this structure to develop human resources through measures such as systemic transfers across Group companies within and outside Japan including transfers to key posts.

In addition, Fujikura promotes the building of an organization that will allow diverse human resources to unleash their potential regardless of their nationality, ethnicity, gender, religion, age, previous career or employment, among other factors, under the Fujikura Group's Declaration of Promoting Diversity. As its action plan developed pursuant to the Act on the Promotion of Women's Active Engagement in Professional Life, Fujikura aims to raise the ratio of women in managerial positions to 5.6% or more by the end of fiscal year 2025 (from 5.1% as of March 31, 2025). While promoting the recruitment, development, and promotion of women, Fujikura also proactively encourages male employees to take childcare leave to help both male and female employees to achieve a better work-life balance and to take part in childrearing.

For details on promoting diversity, refer to Fujikura's website and the Fujikura Group Integrated Report:

<https://www.fujikura.co.jp/en/sustainability/diversity/>

<Human resources development policy and internal environment organization policy to ensure diversity>

Fujikura endeavors to create an environment where its employees can unleash their potential utilizing their individual characteristics, irrespective of their race, nationality, gender, sexual orientation, gender identification, age, disabilities, values, creeds, or religions. Fujikura always seeks to offer diverse workstyles respecting its employees' needs and to explore workstyle options that adapt to change based on the global conditions and conditions specific to each country to improve the value and engagement of its human resources.

For details on human resources development policy, refer to Fujikura's website and the Fujikura Group Integrated Report:

<https://www.fujikura.co.jp/en/sustainability/global-resource/>

<Organization status of an internal environment>

March 2015	Introduced the rehiring system (a system to rehire former employees who left Fujikura for personal reasons such as giving births and childrearing)
November 2016	Joined the IkuBoss Business Alliance (<i>IkuBoss</i> is defined as a boss who achieves business results while taking care of work-life balance of his/her staff and supporting their lives as well as enjoying his/her own work and private life.)
December 2016	Adopted the Fujikura Group's Declaration of Promoting Diversity
October 2017	Introduced the work-from-home system
February 2018	Launched daycare concierge services (to help employees with children find a daycare)
October 2019	Improved the system to support employees balancing work with nursing care responsibilities (Introduced a nursing care concierge service and a nursing care information website)
October 2019	Introduced leave entitlements that can be used in units of hours
January 2021	Introduced the teleworking system

June 2022	Introduced a training service to encourage male employees to take childcare leave
January 2023	Established rules on side jobs and double hatting
March 2024	Nursing of a sick child added as an eligible purpose to use expired paid annual leave saved under the annual leave banking program

For details on developing an internal environment, refer to Fujikura’s website and the Fujikura Group Integrated Report:
<https://www.fujikura.co.jp/en/sustainability/>

[Principle 2.6] Measures to ensure that corporate pension funds perform their role as an asset owner

Fujikura has established a corporate pension fund (the Fujikura Corporate Pension Fund) to which it has entrusted the management of Fujikura’s pension assets. Fujikura Corporate Pension Fund subcontracts the entire management of the assets to asset management firms and monitors the management of those assets.

Fujikura takes care to provide the Fujikura Corporate Pension Fund with the necessary personnel and organizational structures to ensure that the fund can monitor the asset management firms (handling practical management) effectively.

[Principle 3.1] Enhancement of information disclosure

(i) Corporate goals (corporate philosophy, etc.) and management strategies and plans

Fujikura has established a group corporate philosophy entitled “Mission, Vision, Core Values (MVCV)” and a mid term management plan, which are available on the websites below:

Group corporate philosophy:

<https://www.fujikura.co.jp/en/company/management/>

Mid-term Management Plan:

<https://www.fujikura.co.jp/en/company/vision/>

(ii) Basic stance and basic policy on corporate governance which reflect the principles of the Corporate Governance Code
 See “1. Basic Views” above.

(iii) Policy and procedures followed by the Board of Directors to determine remuneration for executive management and directors

In addition to handling a large variety of products, Fujikura operates its business globally, and director duties are also highly complex and varied. Our basic policy is that the director remuneration should be at a level appropriate for outstanding human resources who are capable of accomplishing such duties. We have therefore classified director remuneration into the following three specific categories, based on the survey results from multiple research groups, mainly on listed companies. We have renewed our remuneration system based on objective indicators and evaluations while strengthening the linkage to performance.

Fujikura’s Board of Directors determines the amount of remuneration for directors who are not Audit and Supervisory Committee members after it has been discussed by the Nominating Advisory Committee, which is an advisory body to the

Board of Directors (and consists of the director in charge of human resources, currently concurrently served by the President & CEO, and three outside directors, and chaired by an outside director). The Remuneration Advisory Committee evaluates the performance of each director, examines whether the level of compensation is in line with the market, and confirms that the decision-making process concerning the remuneration structure and specific remuneration is appropriate. It then reports the results to the Board of Directors. The Board of Directors then takes these findings into consideration in determining the remuneration of directors who are not audit and supervisory committee members.

(1) Basic compensation

A fixed amount of compensation is allocated for the monitoring and supervision functions of each director, according to his/her rank and grade.

(2) Short-term performance-based compensation

Compensation ranges from 0% to 200% of the basic compensation set by rank and grade, according to corporate performance and performance of the division the director is in charge of, and performance is based on certain indicators (operating margin, ROE, ROIC). These indicators are used because they easily reflect management policy, strongly correspond to shareholder return, and are highly compatible with the Fujikura's growth strategy.

(3) Stock-based compensation

In addition to the monetary compensation in (1) and (2) above, Fujikura also grants shares of Fujikura Ltd. as compensation. This scheme is intended to enhance the motivation of directors to contribute to an increase in the corporate value of Fujikura by placing directors in a position to enjoy the advantage of a rising share price as well as to bear the risk of a falling share price, so that directors and shareholders share the advantages and disadvantages of such fluctuations. In principle, the Directors who are not Audit and Supervisory Committee members receive such shares when they resign as director.

In terms of overall compensation, compensation linked to performance and share price (short-term performance-linked compensation and stock-based compensation) is generally expected to be around 70%, at maximum. Compensation for non-executive directors is comprised exclusively a fixed amount as basic compensation, according to their duties, and does not include short-term performance-based compensation or stock-based compensation.

(iv) Policy and procedures followed by the Board of Directors to appoint or remove executive management and nominate candidates for the position of director and auditor

At Fujikura, when the Board of Directors makes decisions on proposed resolutions for the General Meeting of Shareholders concerning the election and dismissal of directors who are not audit and supervisory committee members (excluding outside directors), it does so after the Nominating Advisory Committee, which is an advisory body to the Board of Directors (consisting of the president & CEO, the director in charge of human resources (the president & CEO is currently serving concurrently in this position), and three outside directors, and chaired by an outside director), has discussed them. The Nominating Advisory Committee deliberates on the selection criteria for directors and the reasons for selecting each director, including their performance, based on the candidates originally proposed by president & CEO. The committee confirms that

the process is fair and appropriate, and presents the results of its deliberations to the Board of Directors. Based on the advice of the committee, the Board then submits a proposal for director candidates to be voted upon at the General Meeting of Shareholders.

(v) Explanations of individual appointments and nominations when appointing or removing executive management and nominating director and auditor candidates in accordance with (iv) above

Reasons for the nomination of each candidate for the Board of Directors are provided in the reference document attached to the notice of convocation of the annual general meeting of shareholders.

[Supplementary Principle 3.1.3] Sustainability initiatives

Fujikura issues the Fujikura Group Integrated Report annually to report on the details of Fujikura's sustainability activities to our stakeholders. The Report is also available on Fujikura's website.

URL for the Fujikura Group Integrated Report:

<https://www.fujikura.co.jp/en/sustainability/report/>

Disclosures on investments in human resources and intellectual properties:

<https://www.fujikura.co.jp/en/sustainability/human-rights/>

<https://www.fujikura.co.jp/en/research/intellectual-property/>

Fujikura expressed its support for the Task Force on Climate-related Financial Disclosures (TCFD) in 2019, and for the GX League Basic Concept led by the Ministry of Economy, Trade and Industry of Japan (METI) during the fiscal year 2022 and participated in it from April 2023. At the same time, Fujikura established a new GHG emissions reduction target as the Fujikura Group, obtained certification from the Science Based Targets initiative (SBTi), and is working on the required disclosures. Fujikura is endeavoring to improve its disclosures through, for instance, identifying climate change-related risks and opportunities in the Fujikura Group Integrated Report.

[Supplementary Principle 4.1.1] Matters for resolution by the Board of Directors and the scope of authority delegation from the Board of Directors to the executive directors

As indicated in "1. Basic Views," the Board of Directors delegates broad authority to the executive directors to establish a flexible system that facilitates quick and resolute decision-making. Meanwhile, the Board of Directors makes decisions on important matters, including the annual and Mid-term Business Plans, which are the core of our growth strategies, and large-scale M&A deals. To accomplish this, Fujikura also appoints several outside directors to take advantage of their diverse knowledge and independent stance uninfluenced by Fujikura's internal state of affairs, and also facilitating sufficient discussion, in addition to the internal executive directors, who are well-versed in Fujikura's businesses.

Details of the aforementioned allocation of authority over decision-making (the Board of Directors and executive directors) are determined by the Board of Directors and defined in the rules for responsibilities and authority of executive directors.

[Supplementary Principle 4.9] Standards and qualifications for determining the independence of independent outside directors

The following are criteria for determining independence of outside directors at Fujikura.

Note that Fujikura has determined that the six (6) outside directors satisfy all of the following requirements to serve as an independent outside director.

Candidates are not deemed independent (do not satisfy independence standards and qualifications) if they, their spouse and children (dependents), and/or relatives to the second degree either currently meet or have met one of the following criteria in the most recent three-year period.

- a. A major client of the Fujikura Group*¹ or a person who executes business for a major client of the Fujikura Group*²
- b. A person/company for which the Fujikura Group is a major client or a person/company that executes business for said person/company
- c. A shareholder with 10% or more of total voting rights in Fujikura or a person who executes business for said shareholder
- d. A person receiving substantial contributions*³ from Fujikura or one of its subsidiaries, in addition to remuneration as an outside director or a person executing business for said person

The number of companies in which outside directors serve in concurrent positions shall be limited to four, including Fujikura. This will ensure that they are able to direct sufficient time and effort to the operations of the Fujikura Group.

*1: Major client refers to a person/company that accounts for 1% or more of Fujikura's consolidated net sales or a person/company that earns 1% or more of their consolidated net sales from Fujikura

*2: Person/company executing business on someone's behalf refers to a director engaging in the execution of business operations or an employee working under said director

*3: Substantial contributions refers to annual amounts in excess of ¥10 million yen

[Supplementary Principle 4.10.1] Disclosure on the composition, authorities, and roles of advisory committees and approach to their independence

Fujikura has established the Nominating Advisory Committee and Remuneration Advisory Committee chaired by an outside director and whose majority are outside directors. Their details are explained in "(4) Nomination and Remuneration of Directors" in [Management Structure] in 1. Basic Views above.

[Supplementary Principle 4.11.1] View on the appropriate knowledge, experience, and ability balance of the Board of Directors as a whole, diversity, and board size

As a manufacturing company, Fujikura considers it important that the company formulates its strategy backed by a high level of technological prowess and establishes a financial foundation that supports such a strategy. With this view, Fujikura appoints a CTO and a CFO, in addition to a CEO, as its business executives. In the areas of technology and finance, it is especially vital that Fujikura promotes human resources who have a high level of expertise and extensive experience and who can formulate strategy and execute businesses from a company-wide perspective. This system enables Fujikura to operate its business based on more sophisticated and effective management decisions, as the functions of CTO and CFO

support or supplement the CEO's functions, leveraging their respective technological and financial expertise.

In addition, as stated in (2) of 1. Basic Views above, Fujikura has introduced an executive officer system, whereby Corporate Officers assist CEO with their respective skills.

Meanwhile, as the oversight function over its management, Fujikura appoints two or more outside directors with diverse knowledge and expertise to its Board of Directors, taking into consideration the balance with the number of executive directors on the Board. At the close of the Annual General Meeting of Shareholders for the fiscal year 2024, the number of outside directors is six, comprising four with corporate management experience (manufacturing and trading companies) and two certified public accountants. Two of the outside directors are women.

The full-time auditor, who is not engaged in any execution of business, chairs and presides over the operation and proceedings of the Board of Directors to supervise the execution of business.

In selecting director candidates, the Nominating Advisory Committee identifies the skills required of a director in view of the current status of, and the direction that should be taken by, Fujikura, before starting discussions. Fujikura discloses the main skills of its directors and corporate officers in the skill matrix included in its Convocation Notice of the General Meeting of Shareholders.

[Supplementary Principle 4.11.2] Policy for cases where directors and auditors also serve as directors at other listed companies

Outside directors concurrently serving elsewhere as an executive, including director or member of the Audit and Supervisory Committee, can serve in principle at no more than four companies, including Fujikura, to ensure that they can devote sufficient time and effort to their work at Fujikura and fulfill their obligations to Fujikura shareholders. Information on key concurrent positions is disclosed annually in the Reference Documents and Business Report contained in the "Convocation Notice of the Annual General Meeting of Shareholders," and other documents.

[Supplementary Principle 4.11.3] Analysis and evaluation of the effectiveness of the Board of Directors

1. Improvements from fiscal year 2023

Prior to fiscal year 2023, Fujikura evaluated the effectiveness of its Board of Directors by surveying all directors. In fiscal year 2023, Fujikura commissioned Board Advisors Japan, Inc., a firm with extensive expertise and a proven track record in reviewing board effectiveness, to evaluate the effectiveness of the Board of Directors. The aim was to further enhance the effectiveness of the Board of Directors. The evaluation involved surveying all directors, interviewing all directors and the secretariat of the Board of Directors, reviewing the minutes of Board of Directors meetings, etc., and attending Board of Directors meetings.

Based on issues identified by the effectiveness evaluation, Fujikura worked to improve the effectiveness of the Board of Directors by implementing the following initiatives:

- (1) Establish a shared perception about the roles of the Board of Directors

The directors shared the same perception, through discussion, about the roles the Board of Directors should assume, the scope of responsibility of the Audit and Supervisory Committee, a body undertaking the supervisory function, and so forth.

- (2) Better organize an agenda for the Board of Directors

Further reviewed the agenda criteria for the Board of Directors and increased the emphasis on monitoring among the Board of Directors' roles.

(3) Improve the composition of the Board of Directors

Clarified the roles of the Board of Directors, as well as the roles and expectations on each director, to make them more relevant in the phase of sustainable growth, and reviewed the composition of the Board of Directors.

(4) Review the operation of the Board of Directors

Improved the efficiency and effectiveness of deliberation at Board of Directors meetings by expanding occasions to provide explanations in advance to outside directors, in particular.

2. Evaluation of the effectiveness of the Board of Directors and Evaluation Results in fiscal year 2024

In fiscal year 2024, Fujikura conducted a survey based on the results of the previous year's survey and commissioned Board Advisers Japan, Inc. to analyze and evaluate its results. Their results are shown below.

- (1) There is room for further enhancement in discussions on important agenda items, including medium- to long-term strategies and non-financial themes
- (2) Multiple people called for examining the Board of Directors' ideal composition, skill matrix, and ratio between internal and outside directors.
- (3) Regarding the contribution of outside directors, there seems to be a need to clarify their roles expected by the executive side in order to leverage the qualities of outside directors.
- (4) There is room for improving committees in their coordination with the Board of Directors and agenda setting.

3. Steps going forward

Issues identified based on the results of the analysis and evaluation, and steps Fujikura will take are as follows:

(1) Enhance discussions on important agenda items

Enhance discussions from medium- to long-term perspectives and discussions on non-financial matters, etc.

(2) Review the composition of the Board of Directors

Deepen discussions on the skill matrix of directors.

(3) Enable outside directors to demonstrate their qualities

Clarify the roles of outside directors and ensure their effectiveness.

(4) Make committees more effective

Expand the scope of deliberation at the Nomination Advisory Committee and the Remuneration Advisory Committee and deepen their discussions from medium- to long-term perspectives.

[Supplementary Principle 4.14.2] Disclosure of training policy for directors and auditors

Fujikura conducts training (both internal and outside training and seminars, etc.) and provides information as necessary to ensure that directors and members of the Audit and Supervisory Committee can fulfill their roles and responsibilities appropriately.

In the case of newly-appointed outside directors, Fujikura briefs them on the company's overview, corporate philosophy, business conditions, corporate governance, and on rules and other matters related to their posts.

After taking up their posts, newly-appointed outside directors receive briefings so they can become familiar with Fujikura's business activities, industry trends, and the business environment and other aspects aimed at deepening their understanding

of the company.

[Principle 5.1] Policy on constructive dialogue with shareholders

(i) Dialogue with shareholders and investors

Fujikura believes that engaging in constructive dialogue with our shareholders and investors is crucial to ensuring sustainable growth and improving corporate value. Accordingly, an officer-in-charge has been installed, and efforts are made to ensure that President & CEO and other executive managers engage in dialogue with shareholders and investors within a reasonable scope.

In order to ensure effective dialogue, support staff in charge of investor relations (IR staff) are placed under the officer-in-charge to undertake practical tasks related to dialogue with shareholders and investors. Working with members of other relevant units within the company, they organize various opportunities deemed helpful in promoting understanding among shareholders and investors about our company, for instance, organizing briefings on management strategies and trends in business performance. Feedback obtained through such dialogue, such as opinions received and issues identified, is reported to the top management and utilized as inputs to management decisions.

As a prerequisite for dialogue with shareholders and investors, Fujikura seeks to ensure proactive disclosure, going beyond statutory disclosure to avail information—including non-financial information—deemed important to shareholders and investors, with due consideration paid to impartiality in doing so.

(ii) Status of dialogue

Fujikura creates various opportunities for dialogue in the forms of quarterly briefings on financial results (in May, August, November, and February) as well as small meetings and briefings on business activities. For overseas shareholders and investors, President & CEO and the officer-in-charge hold direct dialogue in such occasions as overseas IR events and domestic conferences.

Fujikura also implements shareholder relations (SR) activities to promote dialogue and build stable relations with Japanese institutional investors holding shares in Fujikura. Members of the Legal Department and sustainability-related units also participate in SR activities to exchange opinions about matters on the agenda for the general meeting of shareholders, the corporate governance structure, and environmental, social, and governance (ESG) issues, etc.

Action to Implement Management That Is Conscious of Cost of Capital and Stock Price

Content of Disclosure	Disclosure of Initiatives (Update)
Availability of English Disclosure	Available
Date of Disclosure Update	7/4/2025

Explanation of Actions

In the current medium-term management plan covering the period through fiscal year 2025, Fujikura has set targets for return on equity (ROE) and return on invested capital (ROIC) as indicators of management performance toward achieving sustainable improvement in corporate value. Specifically, the company has set the ROE target at 16.5% and the ROIC target at 12.8% to be achieved within the plan period through fiscal year 2025. As specific measures to improve ROIC, Fujikura is

working to reduce cost ratios and the selling, general, and administrative (SG&A) ratio, improve the cash conversion cycle (CCC), and bring down the cost of capital by optimizing capital structure and reducing financing costs.

In fiscal year 2024, profitability increased due to earnings growth, as well as the positive effect of more sophisticated business administration. As a result, Fujikura achieved ROE of 24.4% and ROIC of 19.0% for fiscal year 2024, outperforming the targets set for the final year of the 2025 Medium-term Management Plan.

In fiscal year 2025, Fujikura will continue these efforts to improve CCC, among other measures, and reduce the cost of capital.

Further details of the measures and progress on the medium-term management plan are disclosed in the materials below:

2025 Medium-term Management Plan:

<https://www.fujikura.co.jp/en/company/vision/>

Integrated Report:

<https://www.fujikura.co.jp/en/sustainability/report/>

Management policy for fiscal year 2025 and progress on 2025 Medium-term Management Plan (Presentation material for business results for fiscal year 2023):

<https://www.fujikura.co.jp/en/ir/financials/>

2. Capital Structure

Foreign Shareholding Ratio

From 20% to less than 30%

Status of Major Shareholders

Name or Company Name	Number of Shares Owned	Percentage (%)
The Master Trust Bank of Japan, Ltd. (Trust Account)	49,687,900	17.98
Custody Bank of Japan, Ltd. (Trust Account)	26,975,658	9.76
TAIJU LIFE INSURANCE COMPANY LIMITED	10,192,000	3.69
Sumitomo Mitsui Banking Corporation	7,000,000	2.53
Custody Bank of Japan, Ltd. (Sumitomo Mitsui Trust Bank, Limited Retirement Benefit Trust Account)	6,777,000	2.45
The Shizuoka Bank, Ltd.	5,788,725	2.09
STATE STREET BANK WEST CLIENT - TREATY 505234	4,917,800	1.78
STATE STREET BANK AND TRUST COMPANY 505001	3,878,977	1.40
JP MORGAN CHASE BANK 385781	3,790,911	1.37
HSBC HONG KONG—TREASURY SERVICES A/C ASIAN EQUITIES DERIVATIVES	3,318,700	1.20

Name of Controlling Shareholder, if applicable
(excluding Parent Companies)

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Name of Parent Company, if applicable

None

Supplementary Explanation

1. Apart from those shares listed above, 19,461,000 shares were held in treasury as of the record date. This does not include 414,000 shares held in the trust account for the stock ownership plan for directors, etc.

2. The following large shareholding reports and amended large shareholding reports were made available for public perusal. However, they are not included in the Status of Major Shareholders shown above because we were unable to verify the actual number of shares held as of March 31, 2025 for any of these.

① Mizuho Securities Co., Ltd. and two other companies held the following shares as of January 31, 2025 as listed in the joint amended large shareholding report made available for public perusal on February 7, 2025.

(Legal name or trade name / Number of shares held / Percentage of shares held)

- Mizuho Securities Co., Ltd. / 639,031 shares / 0.22%
- Asset Management One Co., Ltd. / 11,612,000 shares / 3.92%
- Asset Management One International Ltd. / 353,500 shares / 0.12%

Total: 12,604,531 shares, 4.26%

② BlackRock Japan Co., Ltd. and five other companies held the following shares as of November 29, 2024 as listed in the joint amended large shareholding report made available for public perusal on December 5, 2024.

(Legal name or trade name / Number of shares held / Percentage of shares held)

- BlackRock Japan Co., Ltd. / 5,493,800 shares / 1.86%
- BlackRock (Netherlands)BV / 472,062 shares / 0.16%
- BlackRock Fund Managers Limited / 713,300 shares / 0.24%
- BlackRock Asset Management Ireland Limited / 1,586,093 shares / 0.54%
- BlackRock Fund Advisors / 4,824,400 shares / 1.63%
- BlackRock Institutional Trust Company, N.A. / 3,083,500 shares / 1.04%

Total: 16,173,155 shares, 5.47%

③ Nomura Securities Co., Ltd. and two other companies held the following shares as of November 29, 2024 as listed in the joint amended large shareholding report made available for public perusal on December 4, 2024.

(Legal name or trade name / Number of shares held / Percentage of shares held)

- Nomura Securities Co., Ltd. / 541,660 shares / 0.18%
-

- NOMURA INTERNATIONAL PLC / 834,547 shares / 0.28%
- Nomura Asset Management Co., Ltd. / 19,366,900 shares / 6.55%

Total: 20,743,107 shares, 7.01%

④ Sumitomo Mitsui DS Asset Management Company, Limited and one other companies held the following shares as of November 15, 2024 as listed in the joint amended large shareholding report made available for public perusal on November 22, 2024.

(Legal name or trade name / Number of shares held / Percentage of shares held)

- Sumitomo Mitsui DS Asset Management Company, Limited / 5,427,800 shares / 1.83%
- Sumitomo Mitsui Banking Corporation / 7,000,000 shares / 2.37%

Total: 12,427,800 shares, 4.20%

3. Corporate Attributes

Listed Stock Exchange and Market Segment	Tokyo Stock Exchange Prime
Fiscal Year-End	March
Business Sector	Nonferrous Metals
Number of Employees (Consolidated) as of the End of the Previous Fiscal Year	More than 1000
Net Sales (Consolidated) for the Previous Fiscal Year	From ¥100 billion to less than ¥1 trillion
Number of Consolidated Subsidiaries as of the End of the Previous Fiscal Year	50 or more and less than 100 companies

4. Policy on Measures to Protect Minority Shareholders in Conducting Transactions with Controlling Shareholder

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5. Other Special Circumstances which may have a Material Impact on Corporate Governance

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II. Business Management Organization and Other Corporate Governance Systems regarding Decision-making, Execution of Business, and Oversight

1. Organizational Composition and Operation

Corporate Governance System

Company with an Audit and Supervisory Committee

Directors

Number of Directors Stipulated in Articles of Incorporation	13
Directors' Term of Office Stipulated in Articles of Incorporation	One year
Chairperson of the Board	Director other than executive directors
Number of Directors	10
Election of Outside Directors	Elected
Number of Outside Directors	6
Number of Independent Directors	6

Outside Directors' Relationship with the Company (1)

Name	Attributes	Relationship with the Company*											
		a	b	c	d	e	f	g	h	i	j	k	
Keiji Yoshikawa	From another company									△			
Toshikazu Koike	From another company									△			
Hideki Yanase	From another company									△			
Yasuhiro Yamada	From another company									△			
Rumiko Tanabe	Certified Public Accountant (CPA)									△			
Asuka Nakamura	Certified Public Accountant (CPA)									△			

* Categories for "Relationship with the Company"

* "○" when the director presently falls or has recently fallen under the category

"△" when the director fell under the category in the past

* "●" when a close relative of the director presently falls or has recently fallen under the category

"▲" when a close relative of the director fell under the category in the past

- Executive of Fujikura or its subsidiaries
- Executive or non-executive director of the parent company of Fujikura
- Executive of a sister company of Fujikura
- Party whose major client or supplier is Fujikura or an executive thereof
- Major client or supplier of Fujikura or an executive thereof
- Consultant, accountant, or legal expert receiving a significant amount of cash or other assets, other than executive compensation, from Fujikura
- Major shareholder of Fujikura (or an executive of the said major shareholder if the shareholder is a legal entity)
- Executive of a client or supplier company of Fujikura (which does not correspond to d or e) (the director himself/herself only)
- Executive of a company with which Fujikura holds cross-outside directorship (only when this applies to the executive himself or herself)
- Executive of an entity receiving donations from Fujikura (only when this applies to the executive himself or herself)
- Other

Outside Directors' Relationship with the Company (2)

Name	Membership of Supervisory Committee	Designation as Independent Director	Supplementary Explanation of the Relationship	Reasons for Appointment
Keiji Yoshikawa		○	Keiji Yoshikawa previously served as an executive at Nippon Sheet Glass Company, Limited (NSG). However, both the sales and purchase transactions between Fujikura and NSG account for less than 1% of the consolidated net sales of Fujikura and NSG. NSG therefore does not constitute a significant business partner under the standards of independence specified by Fujikura.	As the CEO of a global company, Keiji Yoshikawa led management restructuring and built one of the best governance systems in Japan. He is knowledgeable and has sufficient experience in strengthening corporate management and corporate governance systems. He has also served as an outside director for several listed companies, and is experienced in management oversight. Fujikura believes he is qualified as an outside director. In addition, he has no conflict of interest with Fujikura.
Toshikazu Koike		○	Toshikazu Koike previously served as an executive at Brother Industries, Ltd.. However, both the sales and purchase transactions between Fujikura and Brother Industries, Ltd. account for less than 1% of the consolidated net sales of Fujikura and Brother Industries, Ltd.. Brother Industries, Ltd. therefore does not constitute a significant business partner under the standards of independence specified by Fujikura.	Toshikazu Koike possesses extensive experience and in-depth knowledge in managing a global business, as well as deep business expertise, gained from his serving a broad range of positions at a global company and leading its business as its president and representative director. He also serves as an outside director of multiple listed companies and thus has sufficient experience in management oversight. Moreover, he has abundant knowledge of sustainability. Therefore, Fujikura believes he is qualified as an outside director. In addition, he has no conflict of interest with Fujikura.
Hideki Yanase		○	Hideki Yanase previously served as an executive at Toyota Tsusho Corporation. However, both the sales and purchase transactions between Fujikura and Toyota Tsusho Corporation account for less than 1% of the consolidated net sales of Fujikura and Toyota Tsusho Corporation. Toyota Tsusho Corporation therefore does not constitute a significant business partner under the standards of independence specified by Fujikura.	Hideki Yanase possesses extensive experience and in-depth knowledge in managing a global business, as well as deep business expertise, gained from serving as representative director and vice president at a general trading company with global operations. He also has management oversight experience, serving as an outside director of another company. His knowledge is varied, not limited to the business activities of one company. Therefore, Fujikura believes he is qualified as an outside director. In addition, he has no conflict of interest with Fujikura.

Yasuhiro Yamada	○	○	<p>Yasuhiro Yamada previously served as an executive at Mitsubishi Corporation. However, both the sales and purchase transactions between Fujikura and Mitsubishi Corporation account for less than 1% of the consolidated net sales of Fujikura and Mitsubishi Corporation. Mitsubishi Corporation therefore does not constitute a significant business partner under the standards of independence specified by Fujikura.</p>	<p>Yasuhiro Yamada possesses extensive experience in a broad range of fields, gained from working at one of the leading trading companies in Japan with global operations, where he was engaged in business for many years, improved governance, and handled investor relations. He also has a sufficient track record in management oversight through chairing the board of directors as director and chairman of a global manufacturer. Therefore, Fujikura believes he is qualified as an outside director. In addition, he has no conflict of interest with Fujikura.</p>
Rumiko Tanabe	○	○	<p>Rumiko Tanabe previously served as an executive at HOYA Corporation and other companies. However, both the sales and purchase transactions between Fujikura and each of the companies account for less than 1% of the consolidated net sales of Fujikura or each of the companies. Therefore, none of them constitutes a significant business partner under the standards of independence specified by Fujikura.</p>	<p>Rumiko Tanabe possesses deep expertise and knowledge from her long years of working as a certified public accountant. In addition, she has an abundant track record in fields such as audit in general, finance, accounting, business administration, and governance, gained through serving as the accounting and finance head, outside director (audit and supervisory committee member), auditor, and other positions at multiple global companies. Therefore, Fujikura believes she is qualified as an outside director. In addition, she has no conflict of interest with Fujikura.</p>
Asuka Nakamura	○	○	<p>Asuka Nakamura previously worked at KPMG AZSA LLC and other audit firms and companies, and currently serves as an executive of Tomorrow Future Laboratory Co., Ltd. However, both the sales and purchase transactions between Fujikura and each of the firms/companies account for less than 1% of the consolidated net sales of Fujikura or each of the firms/companies. Therefore, none of them constitutes a significant business partner under the standards of independence specified by Fujikura.</p>	<p>Asuka Nakamura possesses deep expertise and knowledge from long years of working as a certified public accountant. In addition to advisory and M&A support service experience as an accounting professional, she has a track record of providing support around sustainability management issues, including support for disclosures according to recommendations of the Task Force on Climate-related Financial Disclosures (TCFD), as well as support for materiality analysis. Therefore, Fujikura believes she is qualified as an outside director. In addition, she has no conflict of interest with Fujikura.</p>

Supervisory Committee

Composition of Supervisory Committee and Attributes of the Chairperson

	All Committee Members	Full-time Members	Inside Directors	Outside Directors	Committee Chair
Audit and Supervisory Committee	4	1	1	3	Inside Director

Appointment of Directors and/or Staff to Support the Supervisory Committee

Appointed

Matters Concerning Independence of Said Directors and/or Staff from Executive Officers/Reasons for Adopting Current System

Fujikura established the Audit and Supervisory Committee Office to support the Audit and Supervisory Committee and has assigned dedicated staff to that office. The Audit and Supervisory Committee Office and its staff are independent of the executive function and report directly to the Audit and Supervisory Committee. The office provides support as directed by the Audit and Supervisory Committee.

Cooperation among the Supervisory Committee, Accounting Auditors and Internal Audit Department

The Audit and Supervisory Committee receives a report from the accounting auditors on the audit plans for the accounting audit at the beginning of year and confirms them. The committee receives reports from the accounting auditors on the results of the interim and year-end audits based on those plans. The committee also discusses the content and structure of accounting audits with the accounting auditors several times a year and exchanges opinions with them as appropriate.

In addition to this, the committee convenes meetings with the internal Audit Division at least 2 times a month, receives reports on the status of activities, and when needed, the committee issues an audit request to the internal Audit Division. It also exchanges opinions with and receives reports from other divisions involved in internal controls when necessary.

The committee also establishes opportunities to exchange opinions with the auditors at Group companies and works with them to share information and conduct organizational audits using internal controls.

Three-way audit conferences were established to provide opportunities for the Audit and Supervisory Committee to work with the accounting auditors and the internal Audit Division on ensuring the effectiveness of audits. These conferences are convened quarterly, in principle, and members share information on the operational status of internal controls and the various audits and exchange opinions on reducing the risk of fraud, and other matters.

Voluntary Established Committee(s)

Voluntary Establishment of Committee(s) equivalent to Nomination Committee or Remuneration Committee	Established
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Status of Voluntarily Established Committee(s), Attributes of Members Constituting the Committee and the Committee Chairperson

	Committee's Name	All Members	Full-time Members	Inside Directors	Outside Directors	Outside Experts	Other	Chairperson
Voluntarily Established Committee Equivalent to Nomination Committee	Nominating Advisory Committee	4	0	1	3	0	0	Outside Director
Voluntarily Established Committee Equivalent to Remuneration Committee	Remuneration Advisory Committee	4	0	1	3	0	0	Outside Director

Supplementary Explanation

The Nominating Advisory Committee provides advice to the Board of Directors as requested on draft resolutions for the General Meeting of Shareholders on establishing, amending, and abolishing standards for director selection, and matters concerning the election and dismissal of directors. The Board of Directors discusses and decides these matters based on the recommendations of the Nominating Advisory Committee. The President & CEO and the director in charge of human resources are the internal directors composing the committee. The number of internal directors, however, is currently one as the President & CEO concurrently serves as the director in charge of human resources.

The Remuneration Advisory Committee provides advice to the Board of Directors as requested on the remuneration of each director excluding members of the Audit and Supervisory Committee. It discusses and provides recommendations on the amount of compensation paid to each director and considers amendments to the rules on determining the amount of director compensation (including share-based compensation).

A majority of members on both committees are outside directors, and the committee chairs are selected from among the outside directors.

The status of Nominating Advisory Committee and Remuneration Advisory Committee activities is reported in the annual securities report.

Matters Concerning Independent Directors

Number of Independent Directors	6
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Other Matters Concerning Independent Directors

All of the outside directors satisfying the criteria for independent officers are designated as such.

Fujikura's criteria for independence are as set out in Supplementary Principle 4.1.1.

Incentives

Implementation Status of Measures related to Incentives Granted to Directors

Introduction of Performance-linked Remuneration Scheme , Other

Supplementary Explanation for Applicable Items

The introduction of performance-linked compensation is described in Principle 3.1. (iii).

Persons Eligible for Stock Options

Supplementary Explanation for Applicable Items

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Director Remuneration

Status of Disclosure of Individual Director's Remuneration

No Individual Disclosure

Supplementary Explanation for Applicable Items

Total annual director remuneration is 392 million yen.

Policy on Determining Remuneration Amounts and Calculation Methods

Established

Disclosure of Policy on Determining Remuneration Amounts and Calculation Methods

- The calculation for remuneration is stipulated in Principle 3.1. (iii).
- The total remuneration of Directors who are not Audit and Supervisory Committee members and the total remuneration of Directors who are Audit and Supervisory Committee members were determined as below at the 177th Annual General Meeting of Shareholders held on June 27, 2025, and 174th Annual General Meeting of Shareholders held on June 29, 2022, respectively.

Monetary remuneration

Directors that do not sit on the Audit and Supervisory Committee: Up to 700 million yen a year (of which the portion for outside directors is within 100 million yen a year)

Directors that sit on the Audit and Supervisory Committee: Up to 150 million yen a year (of which the portion for outside directors is within 100 million yen a year)

Stock-based compensation

Up to 500 million yen a year and 285,000 shares (However, limited to director that do not sit on the Audit and Supervisory Committee, excluding outside directors)

Support System for Outside Directors

- To make discussions at the Board of Directors effective, Fujikura has the Meeting of Independent Outside Directors, composed of only independent outside directors, where outside directors exchange information and share awareness, and make recommendations where necessary.
- To enable the outside directors to participate in discussions at the Board of Directors meetings fully, Fujikura distributes materials for the meetings in advance and, according to the content of agenda items, holds a meeting to explain the agenda items in advance (briefing sessions before Board of Directors meetings).
- Matters solely decided by executive directors and matters discussed by business division management committees (committees that hold meetings in each business division for discussing important matters in the business division) are recorded in a specific database and the members of the Outside Directors can view this database anytime. Furthermore, the Corporate Strategy Planning Division, Legal Department, and Audit and Supervisory Committee Office work together to confirm the information saved in the database, and when necessary, gather additional information and report it to the Outside Directors.
- Of the six outside directors of Fujikura, three are members of the Audit and Supervisory Committee. Fujikura has an Audit and Supervisory Committee Office to conduct sufficient audits, providing support for the members. The office has dedicated staff and is independent from the executive side, providing support under direct instructions and orders of the Audit and Supervisory Committee.

Status of Persons who have Retired as Representative Director and President, etc.

Information on Persons Holding Advisory Positions (*Sodanyaku, Komon*, etc.) after Retiring as Representative Director and President, etc.

Name	Job title/ position	Responsibilities	Terms and Conditions of Employment (Full/part time, with/without remuneration, etc.)	Date when former role as president/ CEO ended	Term
—	—	—	—	—	—

Number of Persons Holding Advisory Positions (*Sodanyaku, Komon*, etc.) After Retiring as Representative Director and President, etc. 0

Other Related Matters

Fujikura abolished the position of consultant and advisor on March 31, 2020. Retired presidents and CEOs are allowed to use the title Honorary Advisor (no duty or compensation).

2. Matters Concerning Functions of Business Execution, Auditing and Supervision, Nomination, and Remuneration Decisions (Overview of Current Corporate Governance System)

Fujikura switched to a company with an Audit and Supervisory Committee upon approval at the annual General Meeting of Shareholders held on June 29, 2017, from the existing organizational structure of a company with a board of corporate auditors.

(Matters related to operational execution)

Matters related to operational execution are stipulated in “I-1. Basic Views” .

(Matters related to auditing and supervision)

Matters related to auditing and supervision are stipulated in “II-1. Audit and Supervisory Committee” .

(Matters related to nomination and remuneration decisions and other items)

Matters related to nomination and remuneration decisions and other items are stipulated in “II-1. Voluntary Committees” .

(Status of Board of Directors activities)

The status of Board of Directors activities is disclosed annually in the Reference Documents and the Business Report in the Convocation Notice of the Annual General Meeting of Shareholders.

(Accounting audit status)

PricewaterhouseCoopers Japan LLC has been appointed accounting auditor. The audits team is led by Certified Public Accountants (CPAs) Tsuyoshi Saito, Takahiro Oikawa, and Yoshitaka Sakurai, who are supported by 8 CPAs and 45 other members.

(Contents of Limited Liability Agreements)

Fujikura allows the conclusion of agreements with its non-executive directors to limit their liability (hereinafter, the “Limited Liability Agreements”) as stipulated in the Companies Act of Japan. The contents of such agreements limit the liability of the relevant directors to the amount specified as the minimum liability amount in laws or ordinances. Fujikura enters into the Limited Liability Agreements with all its non-executive directors.

3. Reasons for Adoption of Current Corporate Governance System

The reasons for choosing the current system of corporate governance are explained in I.1. Basic Views.

III. Implementation of Measures for Shareholders and Other Stakeholders

1. Measures to Vitalize General Meeting of Shareholders and Facilitate Exercise of Voting Rights

	Supplementary Explanation
Early Posting of Notice of the General Meeting of Shareholders	On May 26, 2025, before the statutory due date for the sending of invitations to its 177th Annual General Meeting of Shareholders scheduled on June 27, 2025, Fujikura began electronically providing invitations to its shareholders, while written invitations were sent out on June 4, 2025.
Electronic Exercise of Voting Rights	The exercise of voting rights via the Internet has been allowed since fiscal year 2006.
Participation in a Platform for the Electronic Exercise of Voting Rights and Other Initiatives to Enhance Environment for Institutional Investors to Exercise Voting Rights	An electronic voting platform for institutional investors operated by ICJ Corporation has been utilized since fiscal year 2008.
Provision of Notice (or Summary of Notice) of the General Meeting of Shareholders in English	English translations of the Convocation Notice of the Annual General Meeting of Shareholders are posted on Fujikura's website.
Other	The Convocation Notice of the Annual General Meeting of Shareholders and other information are posted on Fujikura's website to ensure wide availability.

2. Status of IR-related Activities

	Supplementary Explanation	Explanation by a representative director or a representative executive officer
Regular briefing sessions held for individual investors	In addition to attending briefing sessions for individual investors held by IR support companies or other organizations, Fujikura posts materials and videos of its briefing sessions for individual investors on its website's IR pages. https://www.fujikura.co.jp/en/ir/individual-investors/	Held
Regular Investor Briefings held for Analysts and Institutional Investors	President & CEO and CFO provide a briefing on financial results on a quarterly basis. In fiscal year 2024, President & CEO and CFO had two small meetings to follow up on financial results briefings. Fujikura also holds business briefing sessions or tours on a regular basis. In fiscal year 2024, Fujikura held a briefing on sustainability, where CTO participated as a speaker. Fujikura also provided a tour of Sakura Works for analysts and Japanese institutional investors.	Held

Regular Investor Briefings held for Overseas Investors	<p>President & CEO periodically holds one-on-one meetings with investors in Europe, North America, and Asia.</p> <p>In fiscal year 2024, briefings and small meetings were organized for overseas institutional investors with President & CEO, CFO, the director in charge of IR, etc. playing a leading role. Fujikura also participated in conferences hosted by securities companies.</p>	Held
Online Disclosure of IR Information	<p>Financial results, medium-term management plans, integrated reports, and other materials subject to timely disclosure are available, in Japanese and English, on the company website.</p> <p>https://www.fujikura.co.jp/en/ir/</p>	
Establishment of Department and/or Placement of a Manager in Charge of IR	<p>Division in charge: Corporate Strategy Unit Corporate Strategy & Planning Division IR Group</p> <p>Director in charge :Toru Hamasuna, Corporate Officer General Manager of Corporate Strategy Unit and General Manager of Corporate Strategy Planning Division</p>	

3. Status of Measures to Ensure Due Respect for Stakeholders

	Supplementary Explanation
Establishment of Internal Rules Stipulating Respect for the Position of Stakeholders	<p>In April 2009, the Fujikura Group CSR Philosophy, Fujikura Group CSR Basic Policies, and Fujikura Group CSR Activities Guidelines were enacted. Fujikura engages in appropriate communication with six stakeholders that intrinsically linked to Fujikura (“ customers”, “employees (including families)”, “investors/shareholders”, “business partners”, “local community”, and “environmental groups and government organizations”). We think it is important to utilize stakeholder expectations and opinions in future management of the group to fulfill our corporate social responsibilities.</p> <p>Details are uploaded to our corporate website.</p> <p>Refer to the following URL :</p> <p>https://www.fujikura.co.jp/en/sustainability/global-resource/</p>
Implementation of Environmental Preservation Activities and CSR Activities, etc.	<p>Fujikura is implementing a broad range of activities related to the environment, society, and corporate governance, the three elements of ESG. Fujikura compiles an Integrated Report annually to report on these activities that is available on the Fujikura corporate website. Fujikura plans to continue to convey the concepts of our ESG activities, the undertakings and initiatives being carried out, and other news to a wide range of stakeholders.</p>

Refer to the following URL :

<https://www.fujikura.co.jp/en/sustainability/global-resource/>

IV. Matters Concerning the Internal Control System

1. Basic Views on Internal Control System and Status of Development

As stated in I 1. Basic Views.

2. Basic Views on Measures for Eliminating Anti-Social Forces and Status of Development

Fujikura defines as a basic policy in the “Fujikura Code of Conduct” that Fujikura takes a resolute attitude against any undue claims and actions by anti-social forces or groups.

Fujikura makes every effort to keep its directors, Corporate Officers and employees informed of this basic policy.

In addition, Fujikura defines the department and personnel responsible for addressing issues related to anti-social forces and facilitates cooperation with external specialized institutions, including consultations with lawyers or other professional advisors and participation in the Federation on Special Organized Crimes within Jurisdiction of the Tokyo Metropolitan Police Department for collecting information.

V. Other

1. Adoption of Takeover Response Policy

Adoption of Anti-Takeover Measures

Not Adopted

Supplementary Explanation for Applicable Items

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2. Other Matters Concerning the Corporate Governance System

The following is an overview of recently implemented measures aimed at enhancing corporate governance.

<Summary of Timely Disclosure System>

Fujikura formulated the “Internal Information Management Rules” and “Fujikura Risk Management Rules” as internal rules and regulations, defined the management standards concerning the manner of collection, communication and disclosure of important material information within Fujikura, and organized a structure whereby the Chief Information Officer (General Manager, Corporate Strategy & Planning Division) controls disclosure management in an appropriate manner. In particular, material facts that might arise pertaining to Fujikura and any important matters that might require determination by Fujikura shall be initially collected by the Chief Information Officer (General Manager, Corporate Strategy & Planning Division) in compliance with the internal rules and regulations. Then, the facts and matters that may have a direct impact on Fujikura’s business performance will be managed by the Finance & Accounting Division, and those other than the above will be handled by the Legal Department, for the purpose of making disclosure in a timely and appropriate manner.

[The Company's Corporate Governance Structure (After the General Meeting of Shareholders on June 27, 2025 (Planned))]

