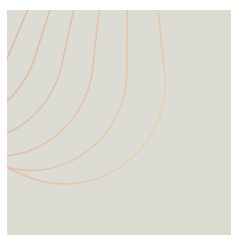




Foundations for Value Creation

JPX Group is committed to fulfilling its social mission as a core infrastructure of Japan by developing a management foundation that supports value creation, encompassing corporate governance and risk management systems.



Corporate Governance

JPX Group is committed to developing its corporate governance system appropriately to fulfill its social mission as a core infrastructure of the Japanese market.

Fundamental Views

In order to implement management in line with its corporate philosophy, JPX Group is aware of the importance of having its stakeholders understand its corporate philosophy and corporate activities. Therefore, it has established fundamental views on corporate governance from the following four perspectives. Based on these fundamental views, JPX Group is committed to developing its corporate governance system appropriately based on each principle in Japan's Corporate Governance Code.

1

Corporate Philosophy and Social Mission

JPX Group operates markets that are public assets, and its social mission is to pursue sustainable development of its markets.

2

Market Operations

JPX Group operates markets with the view that garnering support for and fostering confidence in the markets it establishes are in the common interest of all investors and market users, and that maintaining and enhancing such support and confidence will build the foundations for sustainable development of its markets.

3

Enhanced Corporate Value

In pursuing sustainable development of its markets, JPX Group must continue to accommodate the diverse needs of shareholders and other stakeholders, and through these the Group will enhance its corporate value over the medium to long term.

4

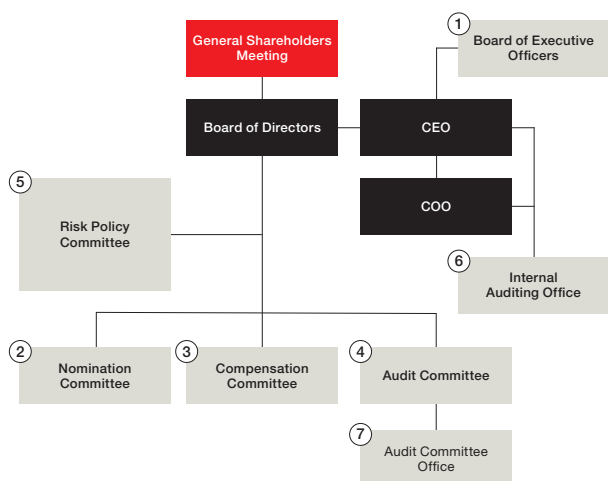
Effective Corporate Governance

JPX Group strives to constantly improve its corporate governance system to facilitate more effective and properly functioning systems, so as to support the sustainable development of its markets.

Corporate Governance System

JPX clearly segregates the management oversight and supervision functions from the business execution functions, and adopts the structure of a Company

Corporate Governance System Diagram



with Three Committees to strengthen oversight and supervision functions and raise the transparency of management.

- ① Discusses important matters regarding aspects including business strategy, management, and finances concerning JPX Group
- ② Composed of 5 directors, including 4 outside directors
Decides on proposals regarding the appointment and removal of directors to be submitted at general shareholders' meetings
- ③ Composed of 5 directors, including 4 outside directors
Determines the compensation, etc. for each director and executive officer
- ④ Composed of 5 directors, including 4 outside directors
Conducts audits on the execution of director and executive officer duties, prepares audit reports, and decides on proposals regarding the election and dismissal of the accounting auditor to be submitted at general shareholders' meetings, as well as the disengagement of the accounting auditor
- ⑤ Composed of 5 directors, including 4 outside directors
Examines/discusses important risks, compiles the reports of such deliberations, and submits recommendations to the board of directors in the form of a Comprehensive Risk Management Statement
- ⑥ Reports directly to the CEO and COO and conducts internal audits
- ⑦ Composed of dedicated staff to support members of the Audit Committee and perform work related to the committee

Supervisory Matters of the Board of Directors

In addition to making decisions on basic management policies and important matters, the board of directors is composed of a majority of outside directors in order to improve management transparency and accountability and enhance supervision of the appropriateness of business execution, and is mainly responsible for the following supervisory functions.

① Management Strategy

The board of directors monitors whether the Group's management strategies, including the Medium-Term Management Plan, are consistent with the goal of increasing corporate value while fulfilling its social mission as a core infrastructure of the Japanese market based on JPX's corporate philosophy. In order to enhance the effectiveness of this, the board of directors discusses updates to the Medium-Term Management Plan for each fiscal year, monitors progress, and holds regular discussions with the Group CEO, as well as the president & CEOs of major business subsidiaries.

② Risk Management

The board of directors supervises JPX's risk management in recognition that maintaining sound and stable business operations is crucial for JPX Group to continue raising corporate value while fulfilling its

public role as a market operator. In order to enhance the effectiveness of this, the Risk Policy Committee, which consists primarily of outside directors, identifies the significant risks, such as system risk and accident/disaster (BCP) risk, for each fiscal year and establishes basic policies for responses to each significant risk in a Comprehensive Risk Management Statement. This is then brought to a resolution by the board of directors. In addition, JPX receives reports on the status of company-wide risk management through the Risk Management Committee, which has been established on the executive side.

③ ESG (sustainability)

The board of directors monitors the status of initiatives regarding ESG (sustainability) based on the belief that, in addition to responding to JPX Group's own ESG issues, by supporting the initiatives of the listed companies and investors that are its stakeholders from the perspective of financial and capital markets, the Group is contributing to the sustainable development of the market and the realization of a prosperous society. Specifically, the board of directors passes resolutions on environmental policies and human rights policies and receives reports on the status of responses and important matters in line with those policies.

Composition of the Board of Directors

In order to reflect the opinions of diverse stakeholders in management and market operations, JPX has a basic policy of appointing directors with a diversity of expertise and experience, and in addition to appointing a majority of independent directors, striving to increase its proportion of female directors to at least 30%.

In addition, considering JPX's management strategy and the characteristics of its business as a core infrastructure of the Japanese market, JPX identifies the following as expertise required of its directors: experience as a corporate manager; knowledge of JPX Group's business (finance, technology, etc.); expertise in financial accounting or auditing; expertise in law or risk management; and advanced academic experience or knowledge of government agencies, etc.

From the viewpoint of fully exercising the management oversight and business supervisory functions and ensuring appropriate and efficient operations, the board of directors consists of 12 members, of whom four are women and ten are independent.

The breakdown of the ten independent directors of JPX is as follows: five corporate managers, one legal expert, one certified public accountant, and four researchers or former officials of administrative bodies. Each director has considerable experience and insight in their respective field and contributes to a structure that allows for multifaceted external perspectives to be readily incorporated into the management of JPX. Please refer to the following for details on the expertise of directors and their attendance at board and committee meetings.

Areas of Expertise of Directors and Attendance at Board and Committee Meetings

Ⓒ Chairperson

Name	Corporate Management	Finance	Accounting, Audit	Legal Affairs, Risk Management	Researcher, Government Agencies	Technology	Board of Directors	Committees				
								Nomination	Compensation	Audit	Risk Policy	Independent Director
Kinoshita Yasushi	○	○			○		11/11					
Yamaji Hiromi	○	○					11/11	○ 9/9	○ 3/3		○	
Philippe Avril	○	○					11/11	○ 8/9	○ 3/3			○
Ota Hiroko		○			○		11/11		○ 3/3	Ⓒ 13/13		○
Kama Kazuaki	○		○				11/11		Ⓒ 3/3	3/3		Ⓒ
Sawada Jun	○					○	New	○				○
Sumida Sayaka			○				11/11			○ 13/13	○	○
Takeno Yasuzo				○			11/11	Ⓒ 9/9			○	○
Tanaka Yayoi			○		○		9/9			○ 10/10	○	○
Teshirogi Isao	○						10/11	○ 9/9	○ 3/3			○
Matsumoto Mitsuhiro				○	○		11/11			○ 13/13	Ⓒ	○
Lin Kay		○					11/11			○ 13/13		

Note: The figures in the table show meetings attended/meetings held in FY2025.

Time Spent in Deliberation

1,048 minutes

Number of Items Approved

26

Expertise and Our Views

Expertise	Our Views
Corporate Management	We believe that in order to practice management oversight of JPX Group with a high degree of sensitivity, it is necessary to have directors with experience as corporate managers. Since listed companies in particular are among the Group's key stakeholders, we believe it is necessary for the board of directors to include directors who have experience in the management of listed companies.
Finance	We believe that directors with broad financial expertise are necessary to oversee the management of JPX Group, whose business is the operation of the core infrastructure of financial and capital markets.
Accounting, Audit	We believe that directors with expertise in financial accounting and auditing are necessary to oversee the proper and efficient execution of the Group's business.
Legal Affairs, Risk Management	Within the rapidly changing business environment surrounding JPX Group, we believe that directors with expertise in law and risk management are necessary to oversee appropriate risk management.
Researcher, Government Agencies	We believe that directors with advanced academic experience or knowledge of government agencies or similar organizations are necessary to oversee the management of the Group, in aiming to create new services and achieve more sophisticated use of information while operating financial and capital markets in consideration of public visibility and public interest.
Technology	We believe that the stability and reliability of trading systems and other systems are essential for the stable operation of financial and capital markets, and that directors with broad knowledge of technology are necessary to oversee the management of the Group, which is oriented toward the expansion of data and digital businesses.

Nomination, Compensation, and Audit Committees

As required by law, JPX has a Nomination Committee and a Compensation Committee for the purpose of ensuring transparency and objectivity in the appointment/removal and compensation of directors and executive officers. Outside directors are in the majority for both of these committees. The appointment and removal of directors and executive officers is thoroughly deliberated and determined by the Nomination Committee and put forth for approval at general shareholders' meetings, and the compensation of directors and executive officers is determined by the Compensation Committee. JPX also has an Audit Committee, as required by law, to perform the audit function. This committee is made up of five directors (including one full-time Audit Committee member), of which four, including a certified public accountant, are outside directors. Additionally, there is an Audit Committee Office to assist the committee members in the performance of their duties.

Risk Policy Committee

JPX has a Risk Policy Committee consisting mainly of outside directors with the aim of further improving its corporate governance by bringing an outside perspective to risk management. For further information on JPX's risk management systems, including information on the activities of the Risk Policy Committee, please refer to "Risk Management" on page 75.

Independent Directors Committee

JPX has an Independent Directors Committee as a corporate organ composed exclusively of part-time independent directors to allow them to exchange information and form consensus among themselves. The committee helps independent directors to better perform management oversight and facilitates active discussion at board of directors meetings.

Objectives	For part-time independent directors to exchange information and form consensus (The chairperson of the board, the Group CEO, and other members of management may participate upon the request of the committee.)
Frequency of meetings	In principle, at least twice a year (The committee chairperson convenes meetings as needed.)
Committee chairperson	The committee chairperson convenes meetings and presides over them. When the committee deems it necessary for ensuring smooth communication, the committee chairperson may report the details of discussions at committee meetings to the chairperson of the board, the Group CEO, and other members of management.

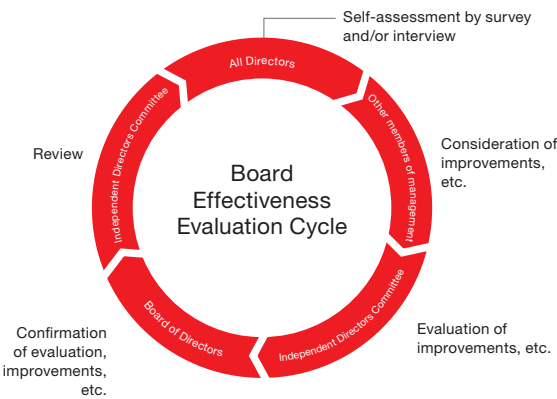


Evaluating the Effectiveness of the Board of Directors

As an annual process, JPX carries out a cycle of analysis and evaluation of the board of directors' effectiveness, as well as that of the Nomination, Compensation, and Audit Committees. To increase the objectivity and transparency of the evaluation process, we utilize the Independent Directors Committee, enabling us to actively incorporate the opinions of independent directors in our efforts to improve governance.

■ Evaluation process, an overview of evaluation results, and other related matters: JPX's Corporate Governance Report
<https://www.jpj.co.jp/english/corporate/governance/policy/>

Board Effectiveness Evaluation Cycle



Development of Outside Directors

Each of the JPX outside directors has sufficient knowledge in regard to management and corporate governance thanks to their expert knowledge and experience. With the goal of helping these outside directors deepen their understanding of JPX Group's business, the Group holds lectures based on rulebooks and other resources, as well as observation sessions at its offices and data centers. In light of the increasing complexity of the exchange business, the Group also holds discussion workshops where outside directors can keep up to date on knowledge and information regarding the exchange business, as well as events to exchange views with external experts on subjects such as the global financial landscape, risk management, and fintech.

Succession Plan

The Representative Executive Officer, Group CEO of JPX is selected by a resolution of the board of directors based on a proposal by the Nomination Committee, which is in accordance with predetermined CEO Personnel Requirements. In terms of the actual selection process, the Nomination Committee makes its selection in accordance with the Succession Plan, which is based on the CEO Personnel Requirements. In implementing

the Succession Plan, the Nomination Committee members monitor multiple candidates for succession, narrow down the list of candidates, and make a final decision on the candidate to be nominated as the next CEO. JPX's policy is for the Nomination Committee to work with the board of directors on an ongoing basis to consider how to make the Succession Plan more appropriate.

Director and Executive Officer Compensation and Factors for Determining Compensation

1. Basic policy of compensation for directors and executive officers

In order to contribute to the sustainable growth of JPX and the improvement of corporate value over the medium to long term, compensation for directors and executive officers shall be determined in accordance with the following policy.

It should be appropriate for the duties and responsibilities of the directors and executive officers, etc.

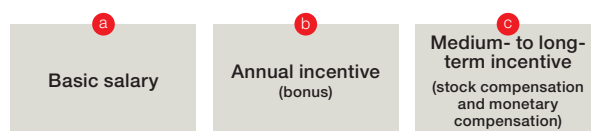
It should provide motivation for achieving the long-term vision and management plan

It should maintain enough competitiveness to secure the personnel necessary to steadily implement JPX's corporate philosophy

In view of our responsibility as a part of social infrastructure, it should be appropriate in light of social conditions, and ensure that decision-making procedures, etc. are objective and transparent

Based on the above "basic policy of compensation for directors and executive officers," compensation is composed of **a** basic salary, **b** annual incentive (bonus), and **c** medium- to long-term incentive (stock compensation and monetary compensation).

Components of Compensation for Directors and Executive Officers



Note: The ratio of the components of the CEO and executive officers' compensation package is as indicated in 2: Ratio of the components of the CEO and executive officers' compensation package.

Note that compensation awarded to directors who do not concurrently serve as executive officers is limited to **a** basic salary. The details of each type of compensation are as follows.

a Basic Salary

The basic salary is determined in accordance with each executive's position and duties as consideration for their participation in management and business execution, and with reference to the level of executive compensation at other companies, based on research by external expert organizations and other sources.

b Annual incentive (bonus)

The annual incentive (bonus) is awarded to executive officers in proportion to net income (for the purposes of this section, "net income" refers to net income attributable to owners of the parent company as indicated in the consolidated statement of income). Net income is used as the metric as it is the source of investment aimed at increasing corporate value as well as the capital used in the payment of dividends to shareholders. It is also because it is appropriate to base the annual incentive (bonus), which is an incentive for each fiscal year, on the net income reported in the relevant fiscal year. Also, to evaluate the performance of each executive officer in each fiscal year, a bonus is awarded based on evaluation of that officer's individual performance.

The annual incentive (bonus) will not be paid if consolidated ROE falls below the cost of shareholders' equity (CAPM).

c Medium- to long-term incentive (stock compensation and monetary compensation)

Medium- to long-term incentive (stock compensation)

The medium- to long-term incentive (stock compensation) is paid to executive officers with the aim of aligning the interests of executives closer to those of shareholders, providing motivation for corporate value enhancement over the medium to long term, and strengthening the link between performance and compensation. JPX stock compensation utilizes a share delivery trust framework and is composed of a fixed amount and a performance-linked amount.

For the fixed amount, executives are issued points in accordance with their position and other aspects for each fiscal year, and are awarded shares corresponding to these points three years later.

For the performance-linked amount, all executives are assigned base points each fiscal year. Three years later, shares are awarded for the number of shares calculated by multiplying the base points by a coefficient based on the degree of achievement of certain performance conditions.*,**

* All executives are given performance-linked base points each fiscal year. Three years later, shares are awarded corresponding to the final tally of performance-linked points, which is calculated by multiplying the performance-linked base points with a performance-linked coefficient based on the degree of achievement of certain performance conditions. The performance-linked coefficient is set within a 0–200% range, based on the conditions outlined in the table on page 74: (i) JPX's consolidated ROE exactly three years from the issuance date of the performance-linked base points and (ii) a comparative assessment of Total Shareholder Return (TSR) and the performance of the JPX-Nikkei Index 400 (total return index) for the three-year period from the end of the fiscal year before the performance-linked base points were issued. Consolidated ROE is used as an indicator from the perspective of improving capital efficiency, while TSR is used from the perspective of improving value for shareholders.

**In accordance with JPX's rules for executive officers, in principle, shares in JPX acquired through stock compensation, etc. may not be sold until one year has elapsed from the time of departure from JPX. Furthermore, based on the share delivery regulations, in the event of any misconduct on the part of the officer to whom the stock compensation is granted, delivery of shares, etc. not yet delivered shall be canceled, and in the case where delivery has been made, a request for the return of the amount equivalent to the delivery may be made to the officer.

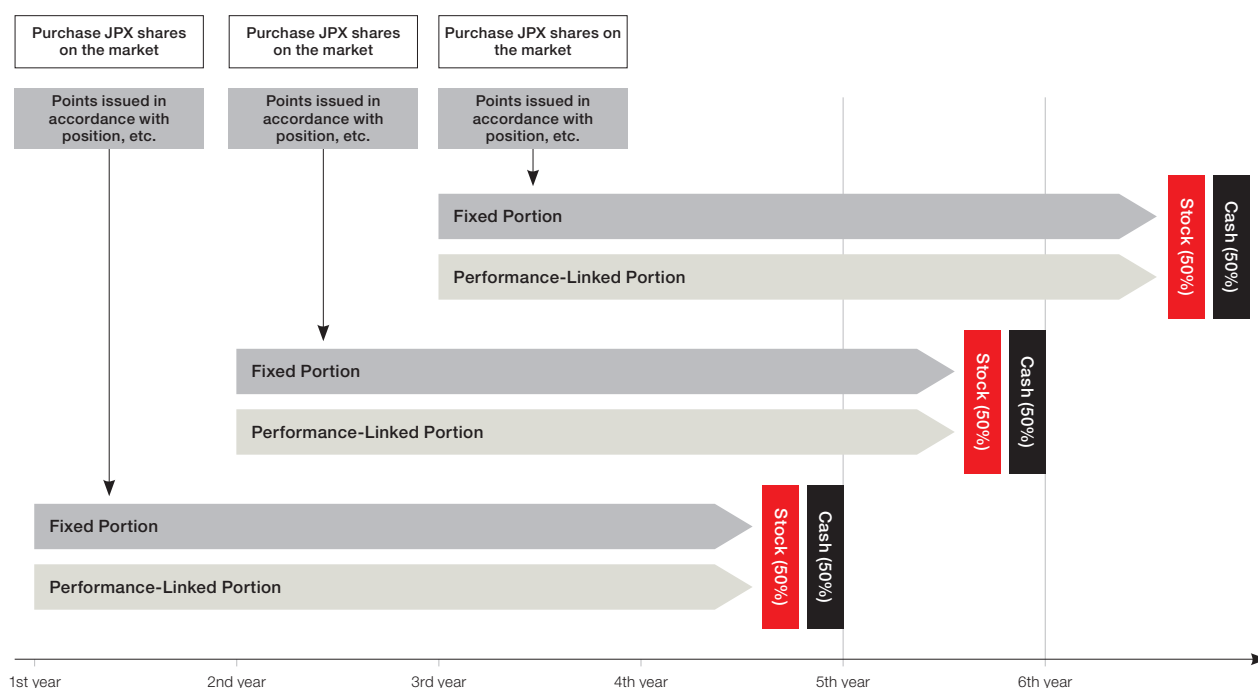
Medium- to long-term incentive (monetary compensation)

The medium- to long-term incentive (monetary compensation) is awarded to executive officers in line with the performance of consolidated ROE and sustainability measures set out in the Medium-Term Management Plan 2027.

With respect to consolidated ROE, the amount paid was set to reach a maximum if consolidated ROE reached 18% or more in any of the three years of the Medium-Term Management Plan. However, given the consolidated ROE achieved in FY2025 and the updated financial targets for the Medium-Term Management Plan 2027, this has been changed to the amount reaching a maximum if consolidated ROE reaches 20% or more for three consecutive years. The amount of incentive for each executive officer will be decided in accordance with their respective positions.

In addition, with respect to sustainability measures, based on the non-financial commitments set in the Medium-Term Management Plan 2027, the amount paid will reach the maximum if the three indicators from the results of the engagement survey (Work Engagement, Employee Development, and Permeation of Corporate Philosophy) hit their targets.

Stock Compensation Plan



Terms and conditions regarding performance pertaining to performance-linked portion of medium- to long-term incentive (stock compensation)

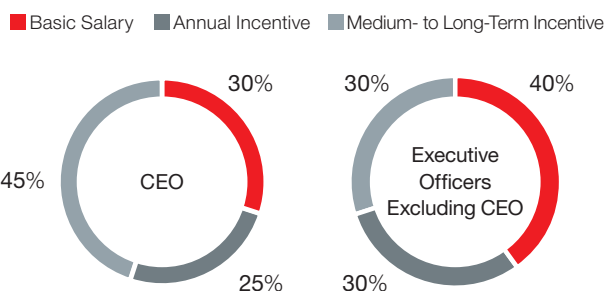
		Consolidated ROE		
		Below 15%	15% to under 18%	18% and above
Total Shareholder Returns (TSR) vs JPX-Nikkei 400 (total return)	Outperform by 150% or more	100%	150%	200%
	Outperform by less than 150%	50%	100%	150%
	Underperform	0%	50%	100%

2. Ratio of the components of the CEO and executive officers' compensation package

Compensation for the CEO and executive officers consists of basic salary, annual incentive (bonus), and medium- to long-term incentive. The charts on the right show the ratio of the components of the CEO's and executive officers' compensation packages, assuming the most recently announced earnings forecast.

Note: Percentages are based on the assumption that the performance-linked coefficient for stock compensation is 100% and that one year's worth of medium- to long-term incentive related to achievement of the Medium-Term Management Plan has been included.

Ratio of the components of the executive officers' compensation package



Compensation paid to directors and executive officers

Director/Executive Classification	Total Compensation (JPY million)	Total Compensation by Category (JPY million)					Eligible Number of Executives
		Basic Salary	Annual Incentive	Medium- to Long-Term Incentive			
		Monetary Compensation	Monetary Compensation (Bonus)	Stock Compensation		Monetary Compensation (Degree of Achievement of the Medium-Term Management Plan)	
				Fixed Portion	Performance-Linked Portion		
Directors (excluding Outside Directors)	45	45	—	—	—	—	1
Executive Officers	506	170	207	88	40	—	5
Outside Directors	217	217	—	—	—	—	10

Notes:

- JPX does not pay director compensation to directors who concurrently serve as executive officers.
- Of the executive officers, those who also serve as representative directors of Tokyo Stock Exchange, Inc., Osaka Exchange, Inc., JPX Market Innovation & Research, Inc., Tokyo Commodity Exchange, Inc., and Japan Securities Clearing Corporation are not included in the number of eligible executive officers because they are not paid compensation as executive officers.
- It is JPX policy that outside directors purchase shares of the company from their basic salary through the Officers' Shareholding Association.
- Annual incentives (bonuses) will not be paid if consolidated ROE falls below the cost of shareholders' equity (CAPM). As consolidated ROE exceeded the CAPM in FY2025, the requirement for payment has been satisfied.
- Concerning the indicators used for the performance-linked portion of stock compensation, consolidated ROE and TSR are used, and the performance-linked coefficient changes depending on the level of the targets achieved. Consolidated ROE comprises a two-tier target of 10% or more and 14% or more. For FY2025 and beyond, in light of JPX's recent performance trends, the target levels have been raised to 15% or more and 18% or more, respectively. Concerning TSR, the target is for TSR to exceed the growth rate of the JPX-Nikkei Index 400 (total return index). Starting in FY2025, evaluations consist of two tiers: one for outperforming and another for achieving an outperformance rate of 150% or higher. The amount of the aforementioned stock compensation is the amount among the stock compensation for FY2022 to FY2025 that is recorded as an expense in the fiscal year. Of that, the indicators for stock compensation granted in FY2022 were as follows: consolidated ROE was 18.3%, and the three-year TSR of the company's shares underperformed the growth rate of the JPX-Nikkei Index 400 (total return index) over the same period. Accordingly, the performance-linked coefficient was 100%.
- The bonus, the performance-linked portion of the stock compensation, and the monetary compensation related to the degree of achievement of the Medium-Term Management Plan fall under "performance-linked compensation, etc." provided for by the Regulations for Enforcement of the Companies Act, and stock compensation falls under "non-monetary compensation, etc." provided for by the same Regulations.

Risk Management

In its approach to risk management, JPX Group recognizes the importance of maintaining sound and stable business operations to fulfill its public role as a market operator and continue raising corporate value.

Risk Management System

JPX Group faces numerous risks in the course of its operations, including risks associated with system glitches, compensation in the event of defaults by clearing participants, and administrative matters. The Group has established a Risk Policy Committee and a Risk Management Committee to address risk. In line with the Group's Risk Management Policy, these committees are responsible for identifying risks as well as developing and implementing measures to prevent such risks. The Group also has a system in place to ensure a swift and appropriate response when risks do or are likely to materialize.

The Risk Policy Committee consists of at least five members, the majority of whom are outside directors. As a rule, the committee is chaired by an outside director. The Risk Management Committee is composed of core members and project members who oversee the risks of specific projects. The Group CEO (who serves as chairperson), COO, full-time audit committee members, the executive officer overseeing the General Administration Department, and the director of the department make up the core members, while the chairperson of the committee assigns project members to specific cases as they arise.

The Risk Management Policy serves to prevent risks by indicating and classifying the risks JPX Group faces. Departments or sections are assigned to handle the classified risks, and information on the assessments of operations and issues to be addressed are periodically brought before the Risk Policy Committee and Risk Management Committee. Each fiscal year, the Risk Policy Committee identifies the significant risks requiring priority action for JPX Group and establishes basic policies for responses to each significant risk. The results of this process are submitted to the board of directors as recommendations in the form of a Comprehensive Risk Management Statement.

Based on the Comprehensive Risk Management Statement it has formulated, JPX Group responds to significant risks and other risks in advance, thereby reducing the likelihood of risks materializing and enabling flexible responses when risks do materialize. In the event of a major issue, the role of the Risk Management Committee is to assemble a comprehensive understanding of the situation and give directions for solving the issue as quickly as possible, and a system has been established to ensure that all necessary information is reported to management promptly and without fail.

Significant Risks

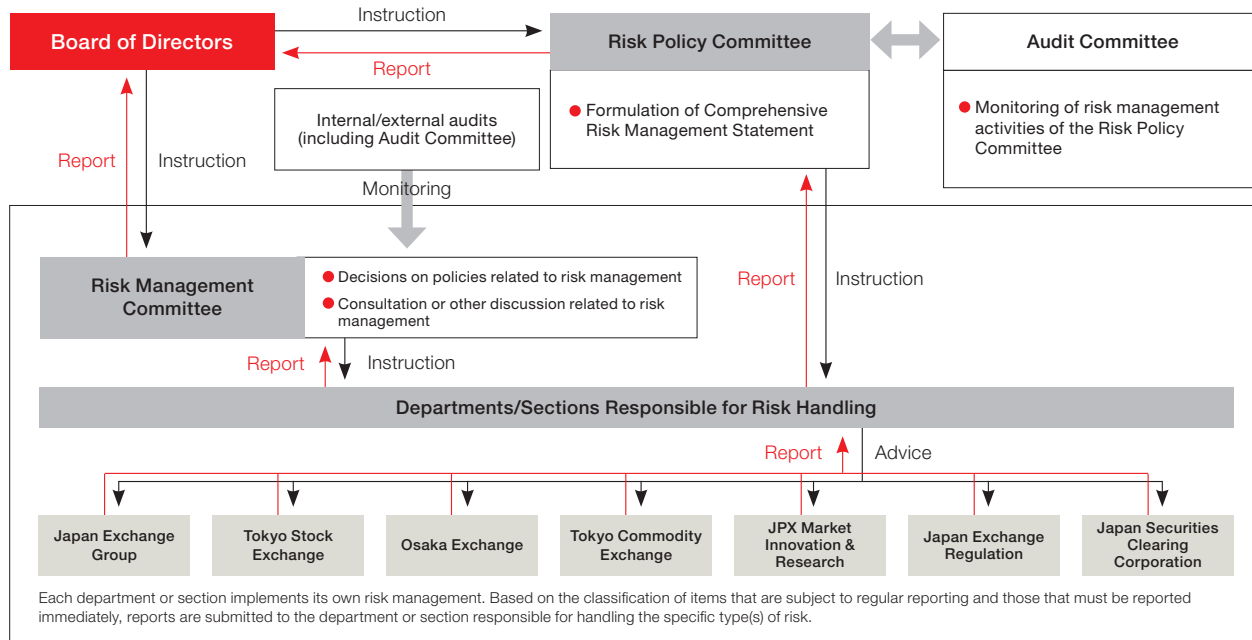
Each fiscal year, we identify the significant risks on a Group basis. We control the possibility of the materialization of these risks by implementing necessary preventive measures. We also implement measures to ensure that we are able to respond flexibly in the event that risks materialize.

JPX Group approaches risk management on two levels: first, JPX Group as a whole works to identify risks in the internal environment, and second, we hold wide-ranging discussions involving the management team

about potential risk factors in the external environment, such as geopolitical risks. Based on the results of these discussions, we then consider which are significant risks. Many risks are detected at the discussion stage. We examine these in detail to identify the risks that require the greatest attention in each fiscal year, on the basis of the potential impact on the whole Group if the risk materializes and the frequency with which such risks are likely to arise. We then take preventive measures targeting specific significant risks.

Risk Management System

→ Flow of regular reports and reports submitted when risks occur → Flow of instructions and advice on response



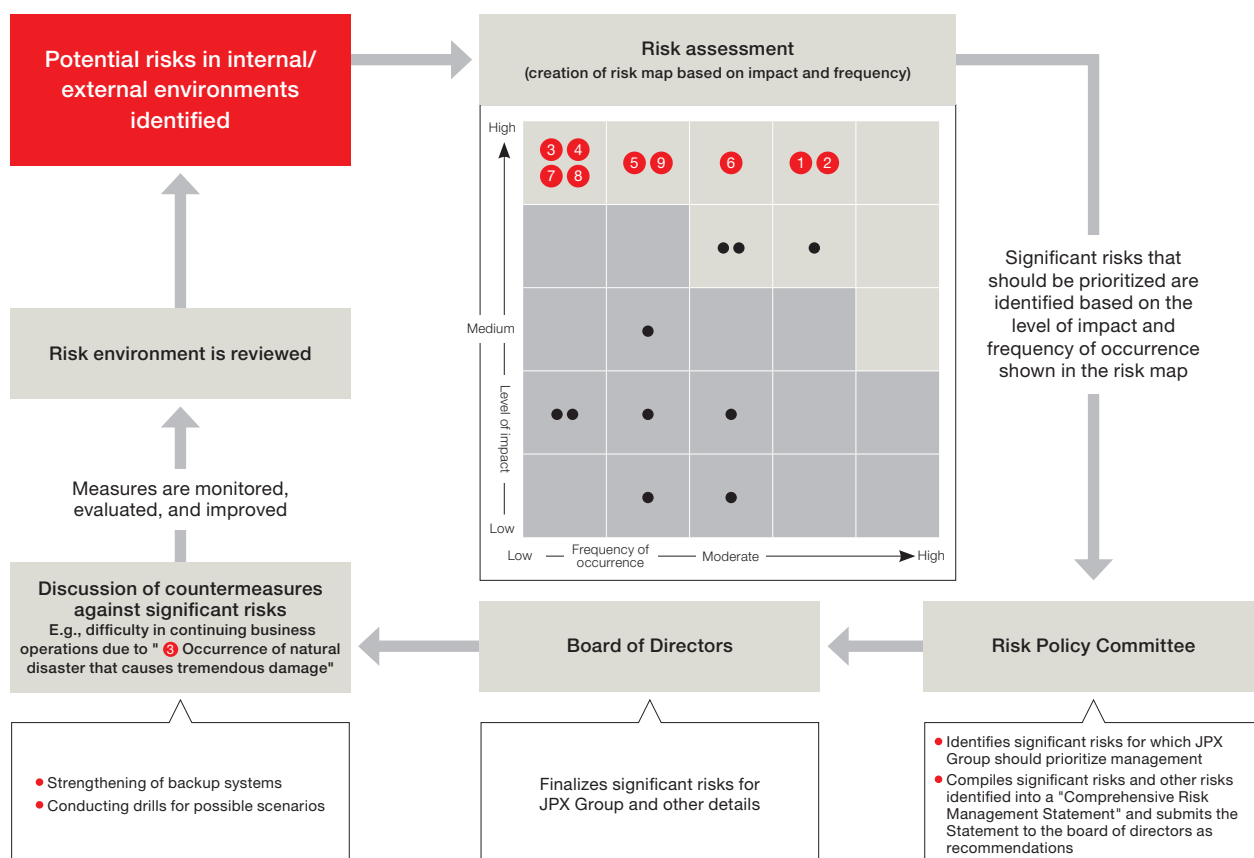
Risk Classification

Types of Risk	Examples
Business strategy/ environment risk	Economic fluctuations, legal and regulatory matters, demographic changes, technological innovation, investor trends, public opinion, and failed business choices
Accidents and disaster risk	Major earthquakes, typhoons, tsunamis, epidemics, terrorism, failure/stoppage of social infrastructure, fires, and accidents
System risk	Inadequate hardware capacity and application errors
Legal risk	Violations of laws and regulations in the course of business, business partner's failure to perform on contracts, and the possibilities of having a relationship with anti-social forces
Financial risk	Undermined reliability of financial reporting, lack of funds, and loss or damage to assets, including deposits
Human risk	Personnel shortage, industrial accidents, and occupational hazards
Information security risk	Information leakage, unauthorized access, and computer viruses
Operational risk	Mistakes in operational procedures and misjudgments
Risk of associated companies	Emergence of risk in group companies
Reputational risk	Decline in public reputation due to acts and statements by employees and/or third parties
Credit risk and liquidity risk arising from obligation assumption business	Losses incurred or failure to perform clearing obligations resulting from default or other causes instigated by clearing participants
Other risks	Risks other than those mentioned above

Major Significant Risks and Our Responses to Them

Types of Risk	Risk Phenomena	Responses to Risk Phenomena
System risk	① System failures	- Implementing standardized development methods and adequate operational tests - Maintaining thorough quality control pertaining to development and operations - Implementing regular drills for system failure - Implementing recurrence prevention measures in response to system failure (strengthening resilience)
Information security risk	② Cyberattacks	- Implementing regular information security diagnostics by external vendors - Implementing regular drills - Implementing e-learning
Business continuity risks	③ Occurrence of natural disaster that causes tremendous damage ④ Occurrence of terrorist attack ⑤ Occurrence of pandemic	- Building of eastern and western backup capabilities (for both business operations and systems) - Implementing regular drills (for disaster and terrorism responses) - Reviewing contingency plans, etc. - Recommending and adopting telework and staggered working hours - Using nearby backup offices, etc.
Operational risk	⑥ Administrative or similar errors in business operations related to market operations (system operations, etc.), listing services, or clearing services	- Implementing regular operation drills - Continuous review of operational manuals and processes (including promotion of automation and AI utilization)
Credit risk and liquidity risk arising from obligation assumption business	⑦ Default, etc. by clearing participants	- Ensuring adequacy of margin and other sources of funds - Daily monitoring of clearing participants and regular holding of drills in case of participant bankruptcy
Business strategy/environment risk	⑧ Changes in operating environment (impact on market from changes in regulations or rules due to laws, etc.) ⑨ Delayed or insufficient response to promoting sustainability	- Performing regular monitoring of progress of business strategies and changes in the business environment, etc., and reviewing priority strategies corresponding to proper budgetary operation and changes in the operating environment - Reviewing market rules and structures in fitting with discussion and debate among market stakeholders, etc. (strengthening of market functions, provision of fair and highly convenient trading services, etc.) - Formulating Environmental Vision and Environmental Policy - Disclosing information based on the TCFD Recommendations

System for Identifying Significant Risks



Business Continuity in Emergencies

JPX Group's core responsibility as a market operator within the social infrastructure is to provide reliable markets for market users to trade with confidence. Therefore, even when major risks do materialize, such as in the form of natural disasters or terrorist acts, the Group must be prepared to answer the call of society and continue operations. To be ready for such situations, JPX Group established our Business Continuity Plan (BCP) to define our response to materialized risks.

The basic concept of the BCP is to continue operations as far as possible even in times of emergency. If suspension is unavoidable, then the affected operations should be resumed as soon as possible. For instance, even if a serious incident, such as a major earthquake, occurs and operations are suspended, in principle, JPX Group aims to resume clearing operations in about two hours and trading operations within 24 hours to prevent the loss of a trading day to the greatest extent possible.

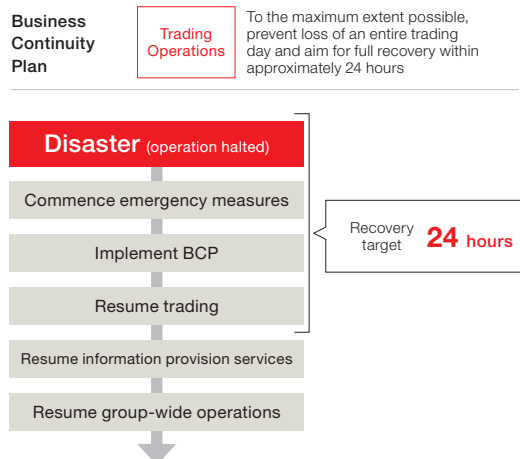
To achieve said targets, in addition to its primary data center where operations normally take place, the Group also maintains a secondary (backup) center, which is located in a different area to avoid having both centers be simultaneously affected. If the primary center is

affected by a disaster and cannot continue operations, operations are switched over to trading and other core systems in the backup center to allow trading to resume as quickly as possible. In a bid to help further enhance the reliability of the Japanese market, we have constructed a secondary (backup) center in the Kansai region away from Tokyo, where there would be little to no fear of shortages of electricity and other essential services in the event that a major large-scale earthquake or other disaster occurred in the Tokyo Metropolitan area and caused damage to its social infrastructure.

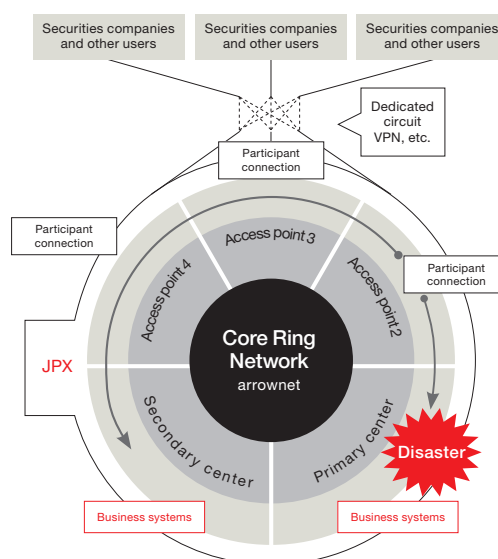
Furthermore, in preparation for a large-scale earthquake and other wide-area disasters, the core telecommunications network, arrownet, is designed as an optical ring network that surrounds the Tokyo Metropolitan area. Even if a part of the network is severed by a disaster, transmissions will be re-routed immediately, ensuring that connections are maintained. The BCP also defines the response policy for each type of identified risk, as well as detailed plans for establishing the BCP emergency headquarters and securing personnel and communication methods. JPX Group reviews its BCP at least once a year and revises it accordingly in light of changes in the environment.

 Business Continuity Plan
<https://www.jpx.co.jp/english/corporate/governance/risk/bcp/index.html>

Procedures for Restoring Trading Operations Based on BCP After Disaster Occurs



System for Responding When BCP is Implemented



Contingency Plan

Alongside the need for exchanges to provide opportunities for trading, in order to maintain fair price formation in the market, it is also necessary for securities companies and other market participants who place orders to the exchange market to maintain a certain level of preparedness. JPX Group formulates contingency plans for disseminating and publishing its basic response policies when it becomes difficult to continue trading, such as when there is a glitch in an internal or external system, a natural disaster or terrorist act, or when parts of the social infrastructure cease to function. For example, in the case of a natural disaster, we consider the necessity of trading suspension after taking fully into account the past trading value share of trading participants that are unable to participate in trading (generally above 50% of overall trading value), the extent of the disaster and the state of system failure (including the number of participants that are unable to participate in trading, their attributes, and the status of the entire financial market), and societal demands.

Systems Capacity Management

In recent years, with faster systems and the growing prevalence of co-location services, there has been an increase in the number of orders processed by JPX Group trading systems. In view of these changes, JPX Group is monitoring market trends and system usage and working to manage overall system capacity across the corporate group by utilizing projections to prepare for and prevent any system capacity issues that may arise. Capacity management is not conducted by IT departments alone, but also by the Capacity Management Committee chaired by the CIO. The cross-divisional committee is made up of executive officers and departments involved in market operations.

Geared toward realizing even better systems, the committee monitors, analyzes, and assesses system operation conditions, works on improvements for current systems, and provides feedback on the design and development of next-generation systems. The committee employs the PDCA cycle in its activities, while reporting to management periodically and on an as-needed basis to make swift and appropriate decisions on priority or emergency issues related to system capacity.

Actions on Cybersecurity

As JPX Group holds responsibility for key financial market infrastructure, it views cybersecurity as a significant management risk, and accordingly, actively advances cybersecurity measures, as well as implementing a variety of measures to provide safe and secure services to investors and other market users under the "Basic Policy on Cybersecurity."

We maintain cybersecurity standards based on domestic and international guidelines, clearly defining the responsible departments, and realize governance that responds to a changing environment by enabling the PDCA cycle of risk assessment, monitoring, and improvement to function under a company-wide communication framework that includes the board of directors. As part of our incident response framework, we have established JPX-CSIRT, which monitors and addresses threats 24 hours a day, 365 days a year. Through regular drills, we maintain a system that enables swift and accurate response in the event of an emergency. In the event of an incident, we have set business continuity resumption targets based on our Business Continuity Plan (BCP).

Additionally, as part of our efforts in cybersecurity measures, we implement measures at each stage, from system and service development to delivery, based on our "Security by Design" philosophy. In terms of human resources, we have built an effective team by securing specialized personnel through internal training and the utilization of external resources. Furthermore, we promote an understanding of the importance of cybersecurity through education and drills for all employees. In addition, through the issuance of cautions throughout the entire supply chain surrounding JPX Group and through conducting collaborative training with relevant organizations, we strive to enhance the reliability of the entire financial market.

 Basic Policy on Cybersecurity
<https://www.jpx.co.jp/english/corporate/governance/security/cybersecurity/index.html>

Internal Control Systems and Compliance

Besides maintaining well-designed business operating systems for stable and appropriate execution of business, all officers and employees observe laws and regulations and demonstrate a strong sense of ethics in the performance of their daily tasks.

Internal Control Systems

JPX Group has a Basic Policy on Establishment of Internal Control System and develops and maintains internal control systems based on this policy. To ensure the proper operation of business processes throughout the Group, we create systems for ensuring compliance with laws and regulations, safeguarding and managing information, managing risk of loss, ensuring efficient operations, and for internal controls. To ensure that these systems are functioning properly, the Internal Auditing Office, an independent unit that reports directly to the Group CEO and COO, periodically confirms and assesses the status of internal controls.

■ Basic Policy on Establishment of Internal Control System
<https://www.jpx.co.jp/english/corporate/governance/internal-control/index.html>



Compliance Program

JPX Group has a Charter of Corporate Behavior in place as a set of standards for ethics and morals, which clearly states the expected corporate behavior. In order to ensure the effectiveness of internal controls, the Group continues to increase awareness of compliance among management and employees by continually renewing internal systems, as well as through education and training.

■ Compliance Program
<https://www.jpx.co.jp/english/corporate/governance/compliance/index.html>

Charter of Corporate Behavior

The Charter of Corporate Behavior serves to make clear JPX Group's social responsibilities as an open and transparent corporation positioned in harmony with society. The Charter states the basic policies for corporate behavior in terms of ethics and morals. It also clearly indicates the Group's investor-centric stance and reflects our commitment to being an open company.

Organizational System

The Group CEO assumes responsibility for compliance and oversees all compliance-related matters. The Group CEO is assisted by the executive officer responsible for compliance and the Compliance Secretariat. The Group has a Compliance Hotline in place to provide a channel for reporting information and making inquiries regarding clear or suspected violations of laws and internal rules, including against the Charter of Corporate Behavior. When certain behavior involving Group officers or employees is suspected to be in violation of compliance, the hotline makes it possible to detect such acts promptly from an incoming call and introduce measures and frameworks to address them.

Activities for Continued Awareness

JPX Group engages in a number of activities to maintain awareness of compliance issues. These include cross-divisional meetings among all staff in charge of compliance matters, distributing compliance handbooks, communicating knowledge on compliance through the intranet, and holding e-learning courses.

Discussion Between Independent Directors

Strengthening the governance that upholds trust in the market and value creation

With a revised management structure from FY2026, how should JPX's corporate governance evolve? We asked the independent directors chairing the three board committees for their individual perspectives.

What roles are expected of JPX's board of directors and its independent directors?

Ota JPX is distinct from other companies in two ways. The first is that JPX's business of stable market operations has a profoundly significant impact on society, extending far beyond the scope of the products and services typically offered by companies. The role of market operator is JPX's reason for being, so issues related to market operations carry just as much weight on the board of directors as JPX's own management challenges. I myself only truly came to recognize JPX as a *company* when I took part in a training session for newly appointed directors. The second characteristic is the significantly limited scope of work that the company can undertake.

While this is also true for other regulated sectors, JPX is unique in that it has no domestic competitors. It must explore new areas to heighten the appeal of the Japanese market, while at the same time complying with regulations. JPX is both a private entity and a public institution, and must also maintain a keen focus on creating customer value. This distinct characteristic brings a unique tension to its management. Fully sharing this understanding, the board of directors engages in vigorous discussions that go beyond conventional boundaries. I have no business experience, so I cannot speak from the perspective of a listed company, but as an independent director, I intend to continue exploring what JPX should do to enhance the appeal of the Japanese market and raise the value of Japanese companies.

Chairperson of the
Compensation Committee

Kama Kazuaki

Chairperson of the
Audit Committee

Ota Hiroko

Chairperson of the
Nomination Committee

Takeno Yasuzo



Kama JPX is a Company with Three Committees. As such, its board of directors is expected to function as a "monitoring board" that supervises the management team on behalf of stakeholders with regard to the status of execution, corporate governance, and other matters. The matters requiring oversight are complex and wide-ranging. It is therefore preferable for the board of directors to be composed primarily of outside directors with a variety of skills and backgrounds, and the disclosure of a skills matrix is helpful to stakeholders. Even within this increasingly uncertain and volatile business environment, outside directors, who are members of this monitoring board, are expected to fulfill both "offensive" and "defensive" governance roles: the former involves supporting management decisions and initiatives that foster JPX's sustainable growth and enhance its corporate value, while the latter involves verifying compliance in the execution of operations and assessing risks and internal controls. I myself would like to make sure I always keep this idea of offensive and defensive governance in mind as I participate in the board's discussions.

Takeno Corporate governance is a framework by which listed companies can make fair and prompt decisions that take into account the interests of shareholders, customers, local communities, and other stakeholders. With exchanges as subsidiaries, which act as public institutions in Japanese society and operate critical systems, JPX's key corporate objective is to ensure the smooth and sustainable operation of these exchanges. At the same time, since JPX itself is also a listed company, it must work to deliver medium- to long-term profits for its shareholders. The board of directors is therefore expected to formulate management plans that strike a balance between these two requests and to monitor their execution. As Ms. Ota just mentioned, JPX is unique in that it has no domestic competitors of comparable size. To serve the interests of its stakeholders over the medium to long term, JPX must take a broad perspective as it considers the path before it—including what actions to take and to what extent to pursue them—and independently seek the optimal solution. That is why it is particularly important for outside directors with diverse backgrounds to voice their opinions at meetings of the board of directors. To give a specific example, when pursuing minority investments or acquisitions to fulfill the "beyond" aspect of "Exchange & beyond," it is extremely valuable to have outside directors offer perspectives from their diverse experiences and backgrounds in areas such as the management of listed companies, market operations, accounting and legal affairs, and government agencies as JPX weighs the balance between maintaining its role as an exchange and pursuing growth as a company. As an attorney myself, I understand that I am expected to contribute to the discussion based on my legal expertise.

How do you view the management challenges and future prospects of JPX?

Takeno JPX is in the position of operating the market, a vital piece of social infrastructure, and at the same time



holds a vast amount of information about the Japanese market. The primary challenge for management is how to operate this social infrastructure in a stable and sustainable manner while leveraging this unique position to realize further value creation. We believe that JPX has been addressing this key challenge and producing results by measures such as formulating and implementing medium-term management plans aimed at creating value and acquiring information-related companies via JPX Market Innovation & Research. Going forward, we will need to further develop this approach of "defensive" and "offensive" management.

Kama CEO Yamaji has cited three factors as key to strengthening JPX's global competitiveness: the quality and quantity of listed products, the number and breadth of investors participating in the market, and the user-friendliness of systems and rule frameworks. With regard to the quality and quantity of products and the investor base, measures such as the market restructuring and encouraging "Action to Implement Management that is Conscious of Cost of Capital and Stock Price" are beginning to yield results, as evidenced by improvements in the ROE of listed companies and more comprehensive related disclosures. In terms of systems and rule frameworks, JPX has strengthened its systems by learning from past system failures and has enhanced resilience with measures such as changes to trading hours. JPX will need to continue making improvements while remaining attentive to the needs of its stakeholders. Furthermore, JPX's human capital management operates on the principle that people are the driving force behind our business and that the growth of individual employees leads to the growth of the company. JPX is also making progress in initiatives to secure IT talent and leveraging AI, and while there are high hopes for their application in areas such as product design in the future, we must also remain mindful of the risks associated with these advancements.

Ota One of the strengths of the Japanese economy is the massive amount of household financial assets. It would be beneficial to channel these into the development of industries and companies. That was why I took the lead in the discussions on the "comprehensive exchange" 20 years ago, when I served as Minister of State for Economic and Fiscal Policy. However, the process took time, and Japan was unable to fully capitalize on the opportunities for growth in commodity derivatives. At the time, household financial assets amounted to JPY 1,500 trillion. These have now increased to JPY 2,351 trillion. As the operator of Japan's financial and capital markets, JPX's role is to channel these resources into growth in Japan and Asia and create new value. We are now transitioning to a positive-interest economy, stock prices are recovering from a prolonged period of stagnation, and the energy market is once again gaining importance. The new NISA has also significantly expanded the investor base. As we stand at this major turning point, the two themes outlined in the Medium-Term Management Plan—to "Forge a new era for the Japanese stock market" and "Strive to become a comprehensive platform"—clearly articulate the challenges JPX must address. I want to pour everything we've got, and perhaps even more, into this effort to unlock Japan's massive household financial assets and harness them to fuel the growth of Japanese companies, including startups, and create new value. I believe that opportunity now lies before us.



Under the revised management structure, what expectations do you have for JPX in terms of enhancing corporate governance and increasing corporate value?

Kama These latest changes, namely, the reduction in the number of internal directors and the increase in the proportion of outside directors, can be considered a further step toward the transition to a monitoring board. In order for this effort to achieve results, it is necessary to continuously improve how the board of directors operates and deepen communication between the management team and outside directors. With regard to the former, the effectiveness of the board of directors is evaluated every year and improvements are made based on the results. A third-party evaluation is also planned this fiscal year. Regarding the latter as well, communication has deepened through communication meetings, off-site tours, and study sessions, and I hope these activities will continue in the future. JPX is not merely a business corporation. It is a public institution that underpins the operation of the capitalist system. We prioritize public visibility and the public interest above all else, for it is only when we earn the support and trust of our stakeholders that we can generate revenue and profits. In order to achieve this, it is extremely important to ensure transparency and reliability in management. I therefore hope we will learn from past system failures and incidents of insider trading and make every effort to prevent such incidents from recurring.

Ota JPX is a key driver of corporate governance, and I am impressed by the way it immediately implements any measures it can to strengthen governance. The operation of the board of directors is carefully designed to ensure that discussions are efficient and productive. However, it is also a fact that the uncertainty of the business environment has increased. In addition to the rapid advancement of AI, geopolitical risks, and frequent major disasters, there are also potential financial risks, such as sudden hikes in interest rates. Although we have long been meticulously mapping out risk scenarios, formulating business continuity plans (BCPs), and making every effort to ensure that the market can continue to operate under any circumstances, there is always room for the unexpected to occur. I believe it is necessary to keep our guard up and conduct thought experiments that consider a wide range of possible scenarios.

Takeno JPX has served as a role model for listed companies by taking the lead in implementing Japan's Corporate Governance Code, such as by increasing the proportion of outside directors on its board from this fiscal year. We outside directors must continue our efforts to deepen our understanding of JPX and the securities market. While JPX maintains a competitive relationship with foreign markets such as in Singapore, I feel that JPX possesses an asset in the form of "confidence in Japanese society." For example, Japanese companies have earned a strong reputation for their work in industrial products such as automobiles and in infrastructure projects overseas, and I believe this reputation contributes to confidence in the Japanese market. I hope JPX will wield this confidence as a powerful tool to continue taking on new challenges



as it expands its scope of activities in the future, and as an outside director, I would like to support these efforts by identifying risks and providing encouragement.

Under what approaches will each committee support JPX's governance?

Ota The Audit Committee's priority audit items for this fiscal year are: ① efforts to ensure stable market operations with an eye on volatility and unpredictability in economic and social circumstances; ② efforts toward measures to contribute to further growth and the proactive fulfillment of the Group's role as a core infrastructure of the financial and capital markets; ③ efforts to strengthen the foundations of the Group; and ④ management practices that enhance corporate value as well as engagement in proactive information dissemination and dialogue as a listed company. We formulated these based on the environment and risks surrounding JPX, as well as the core themes outlined in the Medium-Term Management Plan. The Audit Committee consists of one full-time member and four outside directors. We meet once or twice a month to receive reports on day-to-day audit activities as well as reports from the accounting auditor and internal audit departments, and to hold meetings with the CEO and other executive officers. We outside directors often have difficulty grasping the situation on the ground, but with the full-time Audit Committee member taking the lead in conducting detailed interviews with department directors across each division and receiving their reports, we have an important opportunity to learn about the situation and challenges on the ground. While we were deeply shocked by the violation of the Financial Instruments and Exchange Act by a former employee in

2024, we have reviewed and comprehensively verified the implementation of the various recurrence prevention measures and have confirmed that efforts are being made to ensure thorough control of internal information and to raise compliance awareness. I hope to continue fulfilling my role while making every effort to gain a detailed understanding of the current situation.

Kama The role of the Compensation Committee is to establish a compensation system that uses appropriate incentives to motivate executives to achieve JPX's management vision, policies, and Medium-Term Management Plan. We operate in accordance with JPX's policy of compensation for directors and executive officers, which stipulates that compensation must be "appropriate for the duties and responsibilities," "motivate the achievement of the long-term vision and management plan," "maintain enough competitiveness to secure the human resources necessary to steadily implement JPX's corporate philosophy," and "be appropriate in view of our responsibility as a part of social infrastructure, and ensure objectivity and transparency of decision-making procedures." The committee typically meets three times between March and June to make decisions regarding basic salaries, performance evaluations, bonuses, and other matters, and also holds study sessions as needed. Although we held extensive discussions during the formulation of the current Medium-Term Management Plan, we have made three revisions to the framework for FY2026 and beyond based on the changes made in the first year of the plan. We pride ourselves on conducting committee discussions in an open and fair manner. There have been occasions when draft proposals were amended based on the day's discussion, and the introduction of a new evaluation grade in this round of individual performance evaluations was the result of a committee member's suggestion. I intend to continue monitoring trends in the executive compensation systems and structures of listed companies in Japan.

Takeno The Nomination Committee considers the appointment of JPX's senior management and planning for leadership succession to be matters of great importance. Considering JPX's special role, management must address unprecedented challenges in order to support the company's future growth and secure a strong position in the global market. I believe the fundamental qualities required of members of the management team are a deep understanding and foresight regarding the business and the market, and the kind of character that inspires employees to rally behind the management and drive the development of JPX. Furthermore, as evidenced by the current proportion of overseas investors, there is a particular need to enhance our ability to reach an international audience. As chairperson of the Nomination Committee starting this fiscal year, I believe it is important to listen carefully to the valuable opinions of the other committee members—particularly those with experience as corporate managers—and digest them, as well as to listen closely to employees and proactively gather information with the support of the Nomination Committee secretariat.

Directors

JPX has appointed 12 directors in accordance with the resolution of the General Shareholders Meeting. Please refer to [▶ P.69](#) for directors' expertise, the status of operation of the board of directors, and other related information.

Chairperson of the Board of Directors

Kinoshita Yasushi

No. of JPX shares held 5,200 shares



Mr. Kinoshita's election as outside director was proposed at the General Shareholders Meeting as he has a deep understanding of JPX's corporate philosophy and social mission, and is deemed capable of reflecting in the management of JPX Group his abundant experience and insight in corporate management and government institutions as well as insight in financial policy, financing, and economics in general.

Director & Representative Executive Officer, Group CEO

Yamaji Hiromi

No. of JPX shares held 219,475 shares



Mr. Yamaji was appointed as a director in June 2013 as his abundant experience in and insight into the securities markets, acquired through working at a securities company, could be reflected in the management of JPX Group. Since then, he has managed and overseen the overall business and operations of JPX Group's core subsidiaries as President & CEO of Osaka Exchange, Inc.; Representative Director & Chair, Chairperson of the Board of Tokyo Commodity Exchange, Inc.; and President & CEO of Tokyo Stock Exchange, Inc., and has also served as Representative Executive Officer, Group COO of JPX. He has been appointed as Director & Representative Executive Officer, Group CEO since April 2023 because he is considered the best person for the position in light of his experience and accomplishments with JPX Group and the ideal image for the CEO. Based on his experience and accomplishments with JPX Group, he was deemed appropriate as a member of the board of directors, and his election was proposed at the General Shareholders Meeting.

Significant Concurrent Position(s)

Director, Tokyo Stock Exchange, Inc.



Independent Director

Philippe Avril

No. of JPX shares held 1,600 shares

Mr. Avril's election as outside director was proposed at the General Shareholders Meeting as he has a deep understanding of JPX's corporate philosophy and social mission, and is deemed capable of reflecting in the management of JPX Group his abundant experience and insight in domestic and international financial and capital markets as well as his experience in holding key posts at financial institutions and industry associations in various countries.



Independent Director

Ota Hiroko

No. of JPX shares held 6,300 shares

Ms. Ota's election as outside director was proposed at the General Shareholders Meeting as she has a deep understanding of JPX's corporate philosophy and social mission, and is deemed capable of reflecting in the management of JPX Group her abundant experience in government agencies and insight in the economy and finance. Although Ms. Ota has never been involved in corporate management other than in the capacity of an outside director, based on the above reasons, it was determined that she will be able to appropriately conduct the duties of an outside director.

Significant Concurrent Position(s)

President, National Graduate Institute for Policy Studies

Independent Director

Kama Kazuaki

No. of JPX shares held 8,600 shares



Mr. Kama's election as outside director was proposed at the General Shareholders Meeting as he has a deep understanding of JPX's corporate philosophy and social mission, and is deemed capable of reflecting in the management of JPX Group his abundant experience and insight in corporate management and financial auditing.

Significant Concurrent Position(s)

Honorary Advisor, IHI Corporation

Independent Director

New Sawada Jun

No. of JPX shares held 0 shares



Mr. Sawada's election as outside director was proposed at the General Shareholders Meeting as he has a deep understanding of JPX's corporate philosophy and social mission, and is deemed capable of reflecting in the management of JPX Group his abundant experience and insight in corporate management and the telecommunications industry. Although Mr. Sawada concurrently holds executive positions at three other listed companies, it has been determined that there are no issues with his ability to perform his duties as the scheduled dates for the meetings of JPX's board of directors and Nomination Committee in FY2026 have already been adjusted.

Significant Concurrent Position(s)

Chairman and Member of the Board, NTT, Inc. / Co-chairperson, Kyoto Institute of Philosophy / Outside Director, Sumitomo Mitsui Financial Group, Inc. / Outside Director, NIPPON STEEL CORPORATION

■ Biographies of Directors
<https://www.jpx.co.jp/english/corporate/about-jpx/officer/00-01.html>

Independent Director

Sumida Sayaka

No. of JPX shares held 1,600 shares



Ms. Sumida's election as outside director was proposed at the General Shareholders Meeting as she has a deep understanding of JPX's corporate philosophy and social mission, and is deemed capable of reflecting in the management of JPX Group her insight in accounting and auditing from her perspective as a financial accounting professional. Although Ms. Sumida has never been involved in corporate management other than in the capacity of an outside director or outside corporate auditor, based on the above reasons, it was determined that she will be able to appropriately conduct the duties of an outside director.

Significant Concurrent Position(s)

Outside Director, Audit and Supervisory Committee Member, Advantest Corporation / Outside Director, Audit and Supervisory Committee Member, Furukawa Electric Co., Ltd.

■ Information on the composition of the Nomination, Compensation and Audit Committees and JPX Group's business execution structure (list of executive officers)
<https://www.jpx.co.jp/english/corporate/about-jpx/officer/index.html>

Independent Director

Takeno Yasuzo

No. of JPX shares held 17,200 shares



Mr. Takeno's election as outside director was proposed at the General Shareholders Meeting as he has a deep understanding of JPX's corporate philosophy and social mission, and is deemed capable of reflecting in the management of JPX Group his insight in corporate legal affairs from a technical perspective as a legal professional. Although Mr. Takeno has never been involved in corporate management other than in the capacity of an outside director, based on the above reasons, it was determined that he will be able to appropriately conduct the duties of an outside director.

Significant Concurrent Position(s)

Attorney-at-Law



Independent Director

Tanaka Yayoi

No. of JPX shares held 600 shares

Ms. Tanaka's election as outside director was proposed at the General Shareholders Meeting as she has a deep understanding of JPX's corporate philosophy and social mission, and is deemed capable of reflecting in the management of JPX Group her high level of expertise developed at various universities and educational institutions and her abundant experience and insight gained at the Board of Audit of Japan and government committees. Although Ms. Tanaka has never been involved in corporate management other than in the capacity of an outside director, based on the above reasons, it was determined that she will be able to appropriately conduct the duties of an outside director.

Significant Concurrent Position(s)

Visiting Professor, Graduate School of Public Policy, The University of Tokyo / Independent Director, IHI Corporation



Independent Director

Teshirogi Isao

No. of JPX shares held 1,600 shares

Mr. Teshirogi's election as outside director was proposed at the General Shareholders Meeting as he has a deep understanding of JPX's corporate philosophy and social mission, and is deemed capable of reflecting in the management of JPX Group his abundant experience and insight in corporate management. Although Mr. Teshirogi concurrently holds executive positions at three other listed companies, it has been determined that there are no issues with his ability to perform his duties based on his attendance and statements at meetings of JPX's board of directors, Nomination Committee, and Compensation Committee.

Significant Concurrent Position(s)

Representative Director, President and CEO, Shionogi & Co., Ltd. / Outside Director, AGC Inc. / Outside Director, Sumitomo Mitsui Financial Group, Inc.

Independent Director

Matsumoto Mitsuhiro

No. of JPX shares held 2,600 shares



Mr. Matsumoto's election as outside director was proposed at the General Shareholders Meeting as he has a deep understanding of JPX's corporate philosophy and social mission, and is deemed capable of reflecting in the management of JPX Group his abundant experience and insight in law enforcement. Although Mr. Matsumoto has never been involved in corporate management other than in the capacity of an outside director or outside corporate auditor, based on the above reasons, it was determined that he will be able to appropriately conduct the duties of an outside director.

Significant Concurrent Position(s)

Outside Director, TOBU RAILWAY CO., LTD.

Director

Lin Kay

No. of JPX shares held 25,200 shares



Ms. Lin joined Tokyo Stock Exchange, Inc. in 2009 after working at financial institutions in Japan and overseas, and took charge of operations related to clearing and settlement, as well as the stock market. Ms. Lin previously served as the section director responsible for client relations in the Equities Department of Tokyo Stock Exchange, Inc. and as Director of the Corporate Communications Department of JPX. In April 2022, she assumed office as an Executive Officer and Director of the Corporate Communications Department of JPX. Her election as director was proposed at the General Shareholders Meeting as she will be able to leverage her abundant knowledge and experience regarding the exchange business in general and her experience working at other companies to benefit the monitoring and supervision of the execution of business at JPX.