

(Translation)

March 31, 2025

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## **Measures to Strengthen Human Rights and Compliance Efforts**

In response to the recent human rights and compliance incident at Fuji Television Network, Inc. (hereinafter referred to as “Fuji TV”), a subsidiary of Fuji Media Holdings, Inc. (the “Company”), the Company has been reviewing measures to strengthen the human rights and compliance framework for the Group as a whole. Based on this review, we have formulated the following policies to enhance human rights and compliance efforts across our Group, and we will swiftly implement necessary measures going forward. In addition, we will fully examine the findings from the investigative report received today from the third-party committee and undertake any further necessary actions.

Furthermore, Fuji TV’s “Revitalization and Reform Project Team” (headed by President and Representative Director Kenji Shimizu) and the “Recurrence Prevention and Culture Reform Working Group,” established under the aforementioned team, have formulated a revitalization and reform plan for Fuji TV today. Based on the contents of the investigative report received from the third-party committee, Fuji TV will also review and revise its revitalization and reform plan as necessary.

### **Attachments:**

- 1) The Company: “Measures to Strengthen Governance and Responses to Human Rights and Compliance” (Presentation Material)
- 2) Fuji TV: “Toward the Revitalization and Reform of Fuji TV” (Main Document)
- 3) Fuji TV: “Toward the Revitalization and Reform of Fuji TV” (Presentation Material)

### **1. Our approach to human rights and compliance**

To date, we have set up frameworks such as the “Committee on Group’s Compliance and Risk Management,” participated by presidents of our Group companies and have also formulated various compliance-related regulations. We have promoted compliance through measures such as training programs across Group companies, and the

establishment of internal reporting systems to enhance compliance practices. Furthermore, in November 2023, we formulated the “Group Human Rights Policy” and established internal mechanisms to ensure respect for human rights in our business activities in alignment with this policy.

However, the recent emergence of human rights and compliance incident at Fuji TV has revealed inadequacies of our existing measures, indicating that they were not fully effective, and that our principles were not sufficiently embedded throughout the organization.

We now recognize the importance of ensuring that our human rights and compliance frameworks do not become mere formalities but function as practical and effective mechanisms. In order to achieve this, we believe it is essential to reinforce the existing frameworks and ensure that the management is proactively involved, enabling awareness toward human rights and compliance to be ingrained as a part of the corporate culture for our executives, employees, and stakeholders alike.

We also acknowledge that the Board of Directors and related management meetings have historically lacked sufficient substantive discussions regarding human rights and compliance, highlighting the need for further enhancements in our organization-wide risk management. Human rights and compliance should not be matters addressed only when incidents arise; rather, they must be consistently integrated into the core of decision-making processes and regularly considered. Embedding these concepts into daily decisions and discussions helps prevent risks, and we are committed to strengthening measures to achieve this goal.

Going forward, we will strive not for one-off measures but for continued development of systems that ensure management consistently “thinks and questions” issues of human rights and compliance awareness, aiming to embed them within our corporate cultures.

## **2. Policies for addressing human rights and compliance issues**

### **(1) Mandatory reporting to the Board of Directors, Group Presidents’ Meetings, etc.**

- Set agendas specifically addressing human rights and compliance issues and ensure thorough discussion.
- If specific incidents arise within Group companies, report and deliberate on incident details, risk evaluations, and progress on corrective actions.
- Incorporate external expert opinions when necessary.

### **(2) Establishment of the “Group Human Rights Committee”**

- Establish the “Group Human Rights Committee” chaired by the Company’s President and Representative Director, with the presidents of each Group company as members, and convene meetings regularly.
- Appoint an external human rights expert as the vice chairperson of the Committee.
- Require regular reporting from Group companies to enhance transparency of operational status.

- Conduct objective self-assessments incorporating third-party perspectives.
- Implement continuous human rights due diligence to identify and appropriately address human rights issues at an early stage, and publicly disclose the findings.
- Develop an effective human rights redress mechanism.

(3) Strengthening the organizational structure to promote human rights and compliance

- Merge the Compliance Promotion Office and the Legal Affairs into a unified “Legal and Compliance Department” to strengthen their functions.
- This department will be responsible for promptly and effectively responding to legal and human rights risks across the Group while ensuring business operations comply with laws, regulations, and social norms.
- Recruit external professionals with expertise and experience in human rights and compliance matters.
- Mandate human rights and compliance training for all management-level personnel to enhance awareness of human rights and compliance at the executive level.
- Promote the use of anonymous reporting channels and ensure proper handling of reported issues.

**Request**

We kindly ask all parties, including members of the press and media organizations, as well as business partners and affiliates of the Company and Fuji TV, to exercise special care to prevent any secondary harm to the victim of harassment and human rights violations such as intrusion of privacy, identification, retaliation or defamation. Your thoughtful consideration and responsible actions are greatly appreciated.

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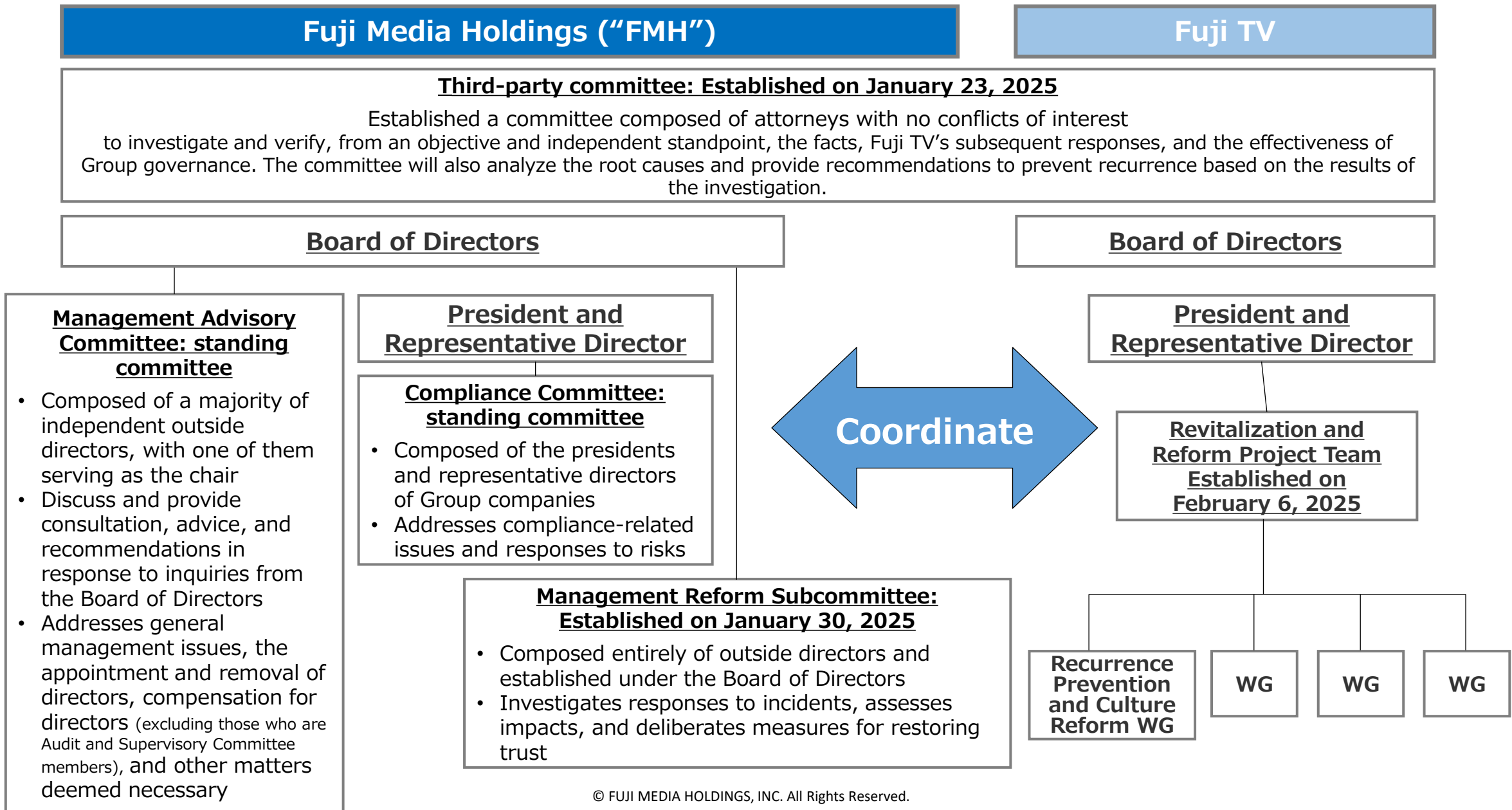
# Measures to Strengthen Governance and Responses to Human Rights and Compliance

March 31, 2025



- **Human rights are fundamental rights that take precedence above all else. The Group has zero tolerance for any form of human rights violation.**
- **We sincerely accept the entirety of the third-party committee's report and, under the leadership of management, will establish the respect for human rights and compliance as a part of corporate culture and DNA of the Group.**

# Initiatives Undertaken to Date



# Measures to Strengthen Human Rights and Compliance

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- (1) Mandate reporting to the Board of Directors, Group Presidents' Meetings, etc.**
- (2) Establish the "Group Human Rights Committee"**  
**Conduct objective self-assessments incorporating third-party perspectives**  
**Continuously implement human rights due diligence**
- (3) Strengthen department responsible for compliance**  
**Upgrade the Compliance Promotion Office to the Legal and Compliance Department**

# Enhancing the Effectiveness and Diversity of FMH and Fuji TV Boards

Enhance transparency in the selection process	<div>① Revamp the Management Advisory Committee ⇒ Clarify the nomination and compensation systems</div> <div>② Hold discussions with the Management Reform Subcommittee</div> <div>③ Deliberate and decide on the new structure at the Board of Directors</div>			
Strengthen functions	Directors will focus on oversight, while executive managing officers will be responsible for business execution			
	FMH		Fuji TV	
Board size	- 6	From 17 to 11	- 12	From 22 to 10
Independent outside director	54.5%	Total: 11 members Including 6 independent outside directors	60.0%	Total: 10 members Including 6 independent outside directors
Female director	36.4%	Total: 11 members Including 4 women	30.0%	Total: 10 members Including 3 women
Average age	- 9.6 years	From 71.2 years old to 61.6 years old	- 7.8 years	From 67.3 years old to 59.5 years old
Diverse insights	Future media, streaming business, investment, AI and data science, international accounting, human capital management, etc.			

Note: Comparison is between the structure as of June 2024 and the new structure to be established after the Ordinary General Meeting of Shareholders scheduled for June 2025.  
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# Growth Strategy and Capital Policy

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## Growth strategy

### ■ Restore trust and advance the Group's growth strategy

- Formulated the “Medium-Term Group Vision” in FY2023, and are currently implementing initiatives to drive growth and improve capital efficiency across the Group.
- Take action to restore trust following the incident, aiming for business performance recovery.

## Capital policy

### ■ Improve capital efficiency and execute optimal capital allocation

- Review the approach to strategic shareholdings and other assets, growth investments, businesses, shareholder returns, etc.
- Will announce goals and specific measures to improve return on capital and specific measures once they are finalized.

These materials are an English translation of the original document in Japanese. The Company's performance forecasts and other information are based on the Company's understanding as of the time the earnings presentation materials were prepared.

These materials may contain information about financial targets, forecasts, and other forward looking statements regarding Fuji Media Holdings, Inc., its affiliates, and investees. Actual results may differ substantially due to a variety of factors, including changes in business management, economic conditions, financial markets, and other circumstances.

[Fuji Media Holdings Website]  
<https://www.fujimediahd.co.jp/en/>

【Integrated Report】  
<https://www.fujimediahd.co.jp/en/ir/integrated.html>



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