



Press Release

報道資料

For Immediate Release

ACCJ Releases Viewpoint: “Ensure that Amendment of the Company Law Achieves its Original Objective: Improvement of Corporate Governance at All Public Companies in Japan”

May 25, 2011 – The American Chamber of Commerce in Japan (ACCJ) today issued a Viewpoint which calls on the Government of Japan to ensure that the legislative process and final proposed amendments to the Company Law achieve the government’s original purpose of improving corporate governance at all publicly- traded companies in Japan.

The Chairman of the ACCJ’s Foreign Direct Investment Committee Nicholas Benes said, “In this Viewpoint, we are focusing on the minimum requirements for improving governance at publicly-listed companies in the eyes of foreign and domestic investors, in the hopes that the Ministry of Justice and its advisory committee can reflect them in the new law.”

“First, Japan needs to promulgate a reliable definition of ‘independent director’, and to require disclosure of all factors that were considered in selecting such directors. Second, there needs to be a requirement that at least one-half of a listed company’s board be composed of such independent directors.”

“Third, to enable outside directors to perform their most important functions, the Company Law, it is essential that the Company Law provide a legally valid mechanism for delegating decision-making to committees or Special Boards comprised of such directors, with respect to decisions for which the risks of self-interest and conflicts of interest are inherently high. We have proposed a specific and simple way to do this based on Article 373, which would be applicable to all types of listed firms.”

Mr. Benes also noted, “At this time in Japan’s history, domestic and international investors alike – not to mention many consumers here – are re-examining their faith in Japanese corporations’ practices regarding compliance, disclosure, risk-management, safety, and overall corporate governance. Needless to say, the matters we address in this Viewpoint are vital to maintaining trust and investment in Japanese markets.”

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About ACCJ

The American Chamber of Commerce in Japan (ACCJ) was established in 1948 by representatives of 40 American companies and has grown into one of the most influential business organizations in Japan. Consisting mainly of executives from American companies, currently the ACCJ has members representing 1,000 companies with offices in Tokyo, Nagoya, and Osaka. Working closely with the governments of the United States and Japan, business organizations, and others, the ACCJ promotes activities that help achieve its mission of further developing commerce between the United States and Japan, promoting the interests of U.S. companies and members, and improving the international business environment in Japan. Over 60 committees representing various industries play the ACCJ's central role in making policy recommendations through advocacy tools such as the Business White Paper and holding over 500 events and seminars annually on public policy and economic trends. The ACCJ is also committed to promoting charitable events and other CSR activities.

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