

(Translated from the Japanese original)



August 11, 2008

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Representative:	Kiyoshi Hayakawa, President
Stock Listings:	First sections of the Tokyo Stock Exchange and the Osaka Securities Exchange
Stock Code:	8170
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Notice concerning partial amendment of the basic policy regarding the internal control structure

Tokyo, August 11, 2008—Aderans Holdings (hereafter, “the Company”) hereby gives notice of a resolution passed at the Board of Directors’ meeting on August 9, 2008, to amend, as described below, the basic policy for internal controls, in accordance with stated business philosophy and business direction. (The amendments in Japanese that cause a change in the corresponding English version are underlined.)

1. Ensuring that the activities of directors and staff conform to prevailing laws and the Company’s Articles of Incorporation

Activities will be guided by a level of ethics and values demanded by society, based on respect for the law, of course, as well as corporate philosophy and the business parameters of the Group.

Decisions on important matters of subsidiaries that impact the Company or the Group as a whole will be formed through discussions in reporting sessions, in line with established rules governing duties and powers.

The Company relies on its directors to undertake their respective duties in all sincerity, but audits by corporate auditors will verify that said duties have been executed lawfully.

2. Custody and management of information related to directors’ duties

Information relating to the execution of duties will be stored and maintained in line with rules governing the handling of information assets. The paper or electronic documents to be kept are listed below, and the custody period will be based on times set forth in the Company’s rules for document management.

- Minutes from the general shareholders’ meeting and related materials

- Minutes from Board of Directors' meetings and related materials
- Minutes from meetings chaired by directors and related materials
- Key documents relating to other executive duties
- Internal memos passed around to directors to obtain overall approval of a decision

Directors and general managers will provide these documents whenever an auditor, or someone working on an audit at the instruction of an auditor, asks to look at or copy a document deemed necessary to the audit.

3. Ensuring efficient execution of directors' duties

The president will require all directors to execute their duties, based on a division of duties and in line with the authority allocated to directors to undertake said duties.

Important matters that impact the operations of the Company or the Group as a whole will be clarified by directors or general managers at regularly scheduled reporting sessions with directors in attendance. If an obstacle to the efficient execution of duties exists, a solution will be presented to the appropriate executive forum.

4. Other measures to control risk leading to losses

To preempt the appearance of risk leading to losses that would impede sustainable corporate development, the Company has established a structure to prevent risks from turning into crises. This structure centers on the In-House Improvement Committee and an in-house hotline for reporting alleged illegal activities or socially unacceptable behavior by directors or employees.

Directors ascertain the status of risk management efforts in their respective areas of responsibility and provide updates at regularly scheduled reporting sessions. The risk of losses and measures to control such risk are always under the direct review of members of reporting sessions.

If information were to leak out or an emergency, such as an accident or natural disaster, were to arise, an emergency response team would convene immediately under the direction of the president to ensure a swift and accurate response to the situation.

In its business dealings, the Company does business only with recognized suppliers that have been screened according to established rules. If, after a business relationship has commenced, it is discovered that a supplier has antisocial connections, the Company will break off the business relationship without delay to preclude and ensure total disengagement from any business relationship with antisocial forces intent on pursuing economic gains through such means as violence, influence or fraudulent activities.

5. Ensuring fair business practices of listed companies and the Aderans Group (parent company and subsidiaries)

Transactions between companies under the Group umbrella must be appropriate and comply with prevailing laws, accounting principles, tax requirements and social standards, as well as in-house management rules for affiliated companies.

At meetings, including those of affiliates, the president will indicate the direction

of Group policy and the path that should be taken in executing operations. Local executives will implement said policy and ensure that operations follow the designated path.

While respecting the autonomy of each company, the Treasury Office and the Group Management Office at Aderans Holdings' headquarters will verify budgets and the success of business plans on a quarterly basis.

To promote efficient and appropriate business activities at core companies, a horizontal structure is in place to verify the status of business activities and the suitability of such activities to Group direction and the standards in respective markets.

To expedite effective, accurate audits of the Group's consolidated businesses, standing corporate auditors, who were selected as corporate auditors of the core companies, will maintain a close relationship with the Company's accounting firm, as well the Treasury Office, and the Group Management Office at Aderans Holdings' headquarters.

6. Matters related to the system for employees asked by auditors to assist in directors' audits and these employees' neutrality vis-à-vis directors

Auditors may ask the Internal Audit Office to provide items pertinent to the execution of an audit. In addition, depending on the importance of a specific audit, auditors may require the assistance of employees to facilitate the process, and in such cases, directors must cooperate with auditors' assistants.

Employees asked by corporate auditors to provide items pertinent to the execution of an audit shall accept neither guidance nor orders from directors or the manager of the Internal Audit Office that pertain to the execution of said audit.

Auditors will provide directors with reports on the business skills and work attitudes of the employees who assist them, and directors will include these reports in their evaluation of the employees.

7. System for directors and employees to report to auditors or the Board; other systems for reporting to auditors

Reports to auditors cover the following items:

- Reports on handling responses in the event risks, such as accidents or natural disasters, arise.
- Status reports on audits by the Internal Audit Office.
- Reports containing questions from auditors and confirmed answers.
- Other items that require reports from directors and general managers.

8. Other structures to ensure effective execution of audits by corporate auditors

By assigning standing corporate auditors to concurrent positions as auditors at core companies, the Company maintains a structure that ensures its own audits—that is, audits of the holding company—are executed effectively.

Aderans Holdings has also set up an auditors council, comprising auditors from principal companies under the Company's umbrella, where information on auditing-related policies common throughout the Group can be shared.

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