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The NH Foods Group endeavors

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[Disclosure based on Principle 5.2 of “Japan’s Corporate Governance Code” (the “Corporate

taking timely and appropriate decision-making and the scope of the Board of the Directors' responsibilities into consideration.

(b)



charge of the operation of the Committees.

Each Committee shall plan and implement countermeasures for the Group's challenges.

In the event that











the Audit & Supervisory Board Members to be proposed at the general meeting of

violations of laws, regulations or compliance, etc., in their performances of their duties, the Executive Directors are dismissed and the Executive Officers are removed by resolution of the Board of Directors having regard to the discussion in the Executive Appointments Committee.

(3) Term of Office

(a) Directors

The term of office of a Director shall be until the end of the ordinary general



Supervisory Board Members at the time of assuming their office or after the assumption of office, as necessary.

Also, we continuously improve environments in which the Outside Directors and

timely-disclosure information, materials on financial result briefing sessions and their meeting minutes and other information on our website.

(d) We





(a) Fundamental Policy

For the purposes of maintaining and expanding our business relationships

by laws with the Corporate Officers, we conduct such tÂ h tt&" q

changes in circumstances after the discussion by the Board of Directors.

(2)

meetings held quarterly are attended by





**Cvceji o gpv**



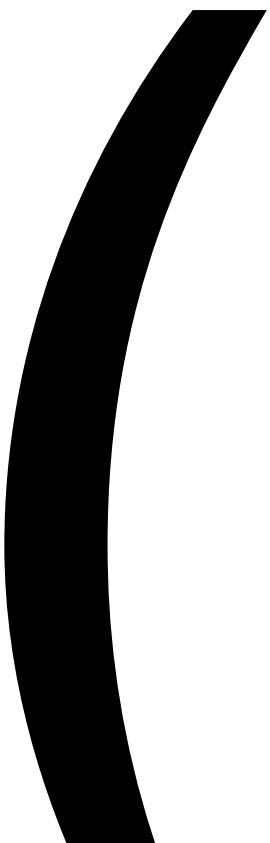


## Cvceji o gpr 4



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The Company



**Crrgpfkz 30**



(21)Borrowing in a significant amount (Article 3

(6) Determination of non matters concerning dividends s e rs ! e"



- (5) Discharge of debts: 500 Million yen or more per transaction  
Provided, discharge of debts for affiliates is exempted.
- (6) Indemnity: 500 Million yen or more per matter
- (7) M    nation    50 Million yen per bonation





(3) Compiling the opinions

Based on the answers to the foregoing questions

conducted an analysis on behavioral characteristics by way of 360-degree evaluation and individual interviews for the newly appointed

Number of Officers subject to questionnaires: 14 (breakdown: 9 Inside Officers [seven (7) Directors and two (2) Audit & Supervisory Board Members], five (5) Outside Officers [two (2) Directors and three (3) Audit & Supervisory Board Members])

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(Points corresponding to each item show a comprehensive average)