

June 19, 2015

Matters Regarding Controlling Shareholder, etc.

Matters regarding controlling shareholder, etc. of TOYOTA TSUSHO CORPORATION, which is the parent company of Elematec Corporation, are as follows.

1. Company name, etc. of parent company, controlling shareholder (other than the parent company) or other affiliated company

(As of March 31, 2015)

Name	Relationship	Pct. of voting rights (%)			Financial instruments exchange where shares are listed
		Direct holding	Indirect holding	Total	
TOYOTA TSUSHO CORPORATION	Parent company	51.02	—	51.02	Tokyo Stock Exchange, Inc. First Section Nagoya Stock Exchange, Inc. First Section

2. Position of listed company in the corporate group of the parent company, etc. and other relationships with the parent company, etc.

- a. Position of listed company in the corporate group of the parent company, etc.

TOYOTA TSUSHO, which is the parent company of Elematec has achieved growth mainly in the automotive field as a trading company of the TOYOTA Group while deploying efforts to realize a prosperous society in a wide range of business fields other than the automotive field. The TOYOTA Group consists of more than 900 subsidiaries and related companies in Japan and overseas. Based on these strong partnerships, TOYOTA Group has established a global, value-creating network. Now that Elematec has entered into a capital and business alliance agreement with the TOYOTA TSUSHO, Elematec is working to expand services to customers and improve corporate value by becoming a member of the electronics field which the group positions as one of its important strategic businesses and producing synergetic effect in many ways.

TOYOTA TSUSHO, which owns a majority of Elematec's voting rights, is the company's parent company and largest shareholder, and has a strong influence on Elematec. However, in the capital and business alliance agreement which was signed between TOYOTA TSUSHO and Elematec, TOYOTA TSUSHO and Elematec share a common view that Elematec will maintain the listing of its common stock and exercise its management independence.

Elematec has no virtual restrictions from the parent company and is engaged in its own business activities. Elematec's business activities are not heavily dependent on the transactions with the parent company group.

- b. Relationships with the parent company, etc.

Out of nine Elematec's directors, the Company accepts one employee on loan and four employees who hold concurrent posts from TOYOTA TSUSHO, and out of three Elematec's auditors, the Company accepts one employee who holds a concurrent post from TOYOTA TSUSHO. In addition, Elematec accepts two employees on loan from TOYOTA TSUSHO for the purpose of personal exchange.

3. Matters concerning transactions with controlling shareholder, etc.

None

4. Compliance with policies for the protection of minority shareholders in transactions, etc. with controlling shareholder

Elematec and TOYOTA TSUSHO entered into a capital and business alliance agreement. In the agreement, Elematec conducts transactions while recognizing the promotion of interests of Elematec shareholders including minority shareholders and respecting this. Moreover, when conducting transactions with the parent company, etc., prices and other conditions of transactions are determined in the same way as with general transactions. As Elematec's business activities are not heavily dependent on the transactions with the parent company, etc., Elematec believes that the company has secured a certain degree of independence from the parent company, etc.

As mentioned above, Elematec gives consideration to the protection of minority shareholders when conducting transactions with the parent company, etc.