

Messages from New Directors

Communicating within the company and with customers based on years of sales experience, I will promote the development of products that can be sold worldwide

I've worked for many years in the sales division, obtaining accurate information from various customers faster than any competitor, quickly communicating the information within the company, and driving value-added product development. I've focused on sales closely aligned with customers and markets. It's my sense that ROHM's Board of Directors engages in broad and open exchanges of ideas together with Outside Directors. I look forward to actively commenting from a standpoint based on my sales experience.

ROHM has set a goal of becoming a major global player by FY2030. To achieve this, I think what's needed above all is closing the distance between workplaces and top management, as well as speedily carrying out product development in line with the market, including applications. We have to accurately recognize what we should develop in what fields, how to do so, and what we lack in doing so. Everyone involved needs to strive together toward the same goals.

Natural communication of this sort lessened under the COVID-19 pandemic. It's difficult to speak real feelings and to understand people's character in web conferencing, where information is only half conveyed. I personally want to engage in communication actively, globally, and without boundaries, both within the company and with customers, and from there, advance the development of products that we can sell worldwide as ONE ROHM.

Tackling management issues to balance the expansion of corporate scale and the reduction of environmental impacts, and helping enhance corporate value

My impression of the Board of Directors under the leadership of Mr. Nagumo, the Chairperson, is that it hosts active, unrestrained discussions. The company also ensures that Outside Directors have access to various meetings, including the Executive Meeting, and actively provides us with information necessary to enhance the quality of discussions. The company also sets venues for discussion and exchanges of ideas with the executive side in line with individual Directors' professional areas. I believe that Outside Directors must perform monitoring of whether any points are overlooked in strategy and, through KPIs and other means, whether strategies for achieving goals are being steadily carried out, while also determining whether risk-taking is appropriate and offering counsel.

In order for ROHM to achieve the status of a major global player in FY2030, how it can balance the expansion of its company scale with the reduction of environmental impacts, and how it can enrich human resources and demonstrate its potential value, will be vital management issues. The company must also further evolve its diversity-related initiatives and communicate, in a simple manner, ways in which ROHM's strengths are leveraged to contribute to solving environmental issues. It's possible to create a virtuous circle by which the company actively undertakes information disclosure to investors and, while taking in constructive comments, further enhances its corporate value. I intend to fulfill my responsibilities as an Outside Director to aid such initiatives.



Tetsuo Aoki

Member of the Board, Senior Corporate Officer, in charge of Sales and Marketing

After joining ROHM in 1991, Tetsuo Aoki oversaw direct sales in the Japanese market for 29 years. He has served as the Group General Manager of Sales to Japanese customers in Asia, Director of the East Japan Sales Headquarters, and the Director of System Solutions Engineering Headquarters and in charge of Sales Management. He has served as a Corporate Officer since 2019. In his work, he has overseen domestic and overseas sales organizations, advanced cross-functional organizational reforms, and promoted global marketing and sales strategies through the maximization of resources.



Aiko Kozaki

Outside Director, Member of the Board

After gaining hands-on work experience at Nomura Asset Management Co., Ltd., Aiko Kozaki spent eight years at The Japan Research Institute, Limited, supporting financial institutions' development of ESG investment strategies and products. From 2020 to 2022, she worked at the Strategy Development and Management Bureau of the Financial Services Agency, where she was involved in the launch of a sustainable finance team and the formulation of policies. Since 2015, she has taken part in start-up companies and has supported career development for over 100 people, primarily women.

Corporate Governance

Our Basic Policy

ROHM strives to pursue the best possible corporate governance in order to achieve our purposes and policies such as the company Mission and the Basic Management Policy.

We believe that our corporate operations and actions must be rooted in fairness, soundness, and transparency, based on the recognition that ROHM is supported by all of our stakeholders.

Based on an accurate understanding of the capital cost of the company from a stakeholder perspective, we have stated that the basic idea of corporate governance is to maximize sustainable corporate growth and medium- to long-term corporate value, and we are working to enhance corporate governance.

Corporate Governance

<https://www.rohm.com/sustainability/foundation/governance/about>

Basic Policy

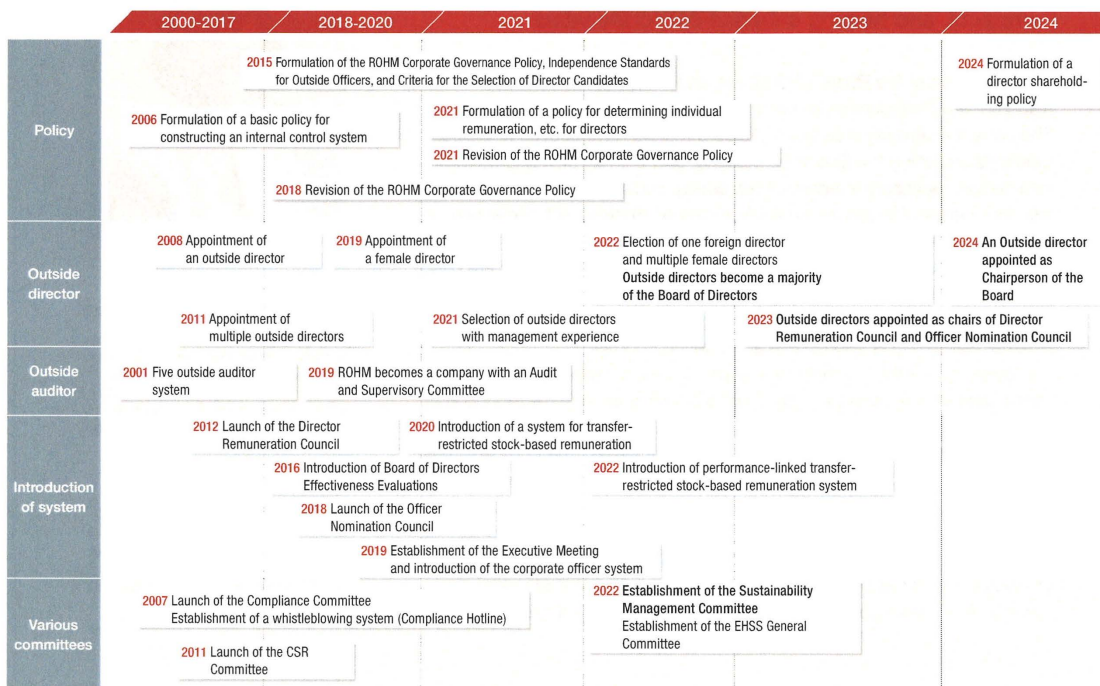
1. To properly cooperate with all stakeholders, including shareholders, and appropriately consider and respond to issues in sustainability management, including ESG (Environmental, Social, and Governance) factors.
2. To respect the rights of shareholders, secure their equal treatment, and engage in constructive dialogue with shareholders who share the mid- to long-term perspective.
3. To disclose corporate information in a timely and appropriate manner as a part of ensuring our transparency.
4. To make the roles and responsibilities of the Board of Directors clear, hold meetings of the Board of Directors in a timely and appropriate manner, facilitate decision-making processes, and ensure that outside officers proactively express their views from an independent and objective standpoint and that the Board of Directors oversees the execution of business.

Change Through Governance Reforms

ROHM regards corporate governance as one of the most important management issues and has been working toward its reform and strengthening. We strengthened our monitoring functions via measures such as transitioning to a company with an Audit and Supervisory Committee and introducing a corporate officer system, and worked to create an organization that will allow for more flexible

decision-making. We also established the EHSS General Committee in charge of operating eight sustainability-related management systems and built a governance system on the executive side. Furthermore, we are striving to enhance governance by promoting diversity on the Board of Directors and ensuring that the Board of Directors consists of a majority of outside directors to ensure objectivity and transparency.

Change Through Governance Reforms

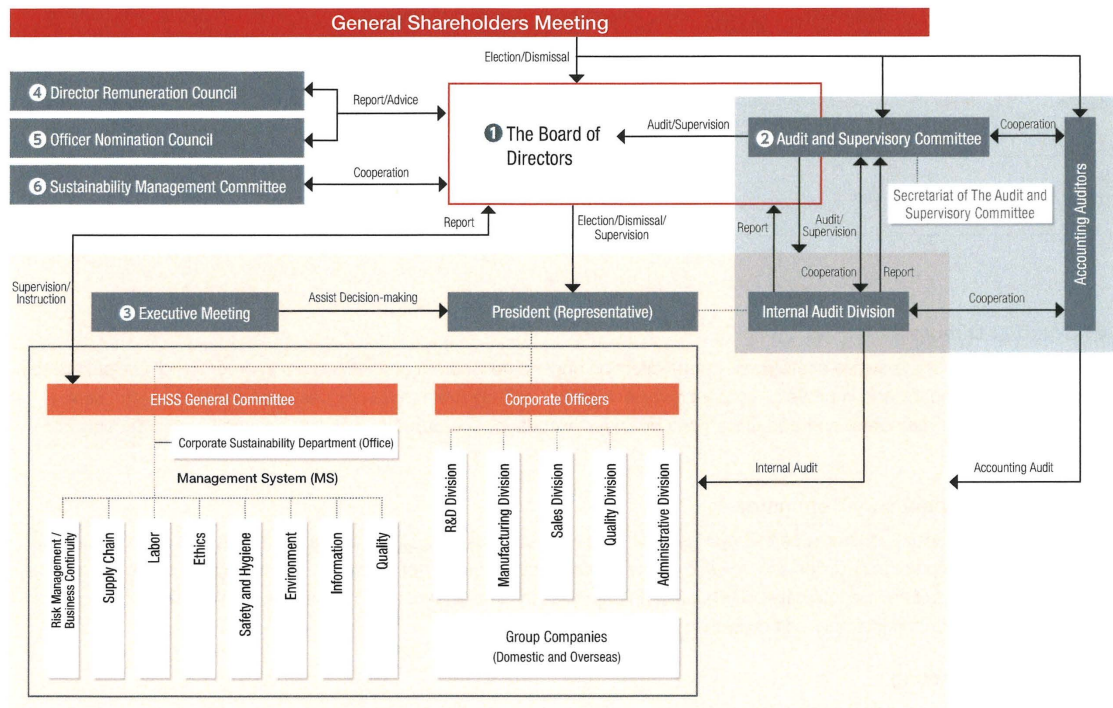


Corporate Governance System

ROHM has established an appropriate governance system based on the ROHM Corporate Governance Policy and ensures fairness and transparency in management.

In order to press ahead with separation of the Board's supervisory and execution functions and ensure that the Board supervises management effectively, since April 2024 an outside director has been serving as Chairperson of the Board.

We are making continuous efforts to strengthen our corporate governance, such as by establishing the Officer Nomination Council and the Director Remuneration Council as advisory bodies to the Board and by strengthening the executive side via the Executive Meeting, which assists the President (Representative) with decision-making.



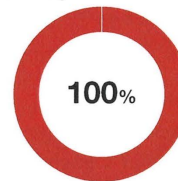
Outside Directors

Percentage of outside directors in Board of Directors



Currently, 50% of the members of the Board of Directors are outside directors.

Percentage of outside directors that are independent officers



ROHM has formulated Independence Standards for outside officers to supervise and advise management from an independent perspective. Currently, all seven of our outside directors meet these standards.

Independence Standards for Outside Officers

https://micro.rohm.com/en/financial/governance/independence_standards_e.pdf

Corporate Governance

Members and Number of Meetings Held for Individual Organizations (as of June 26, 2024)

 Internal directors  Outside directors  Corporate officers

Organization	① Board of Directors	② Audit and Supervisory Committee	③ Committee Executive Meeting
Structure	 Chairperson 14 directors (of which 7 are outside directors)	 Chairperson 4 Audit and Supervisory Committee members (of which 3 are outside directors)	 President 16 corporate officers (of which 6 are directors)
Number of times held in FY2023	15 times	15 times	19 times

Organization	④ Director Remuneration Council	⑤ Officer Nomination Council	⑥ Sustainability Management Committee
Structure	 Chairperson 5 directors (of which 4 are outside directors)	 Chairperson 5 directors (of which 4 are outside directors)	 Chairperson 6 directors (of which 1 outside director)
Number of times held in FY2023	9 times	7 times	11 times

① Board of Directors

The Board of Directors provides strategic corporate direction under a transparent and fair system in order to achieve sustainable growth for the company and improve its corporate value. It makes management decisions based on the diverse experience and expertise of its members, and also supervises business execution. The Board is currently chaired by an independent outside director.

② Audit and Supervisory Committee

The Audit and Supervisory Committee establishes audit policies, standards, and plans, audits the legality and appropriateness of directors' execution of their duties and, in case of any misconduct on the part of a director, maintains a reporting line to receive direct reports from the Internal Audit Division, an organization independent from business execution. The Committee also coordinates with the Internal Audit Division in auditing the entire Group.

③ Executive Meeting

The Executive Meeting, consisting of corporate officers, deliberates important matters related to the management of the ROHM such as the allocation of management resources. These matters include the execution of strategies related to the business portfolio, management of human capital, promotion of focused businesses and strengthening of sales structures. In this way, the Executive Meeting assists the President (Representative) in decision-making.

④ Director Remuneration Council

The Director Remuneration Council discusses the remuneration system for directors and the remuneration of each director based on this system, and reports the results of discussions to the Board of Directors and the Audit and Supervisory Committee. It is chaired by an independent outside director.

⑤ Officer Nomination Council

The Officer Nomination Council discusses the appointment and dismissal of the company's President and any director or corporate officer with titles, as well as the nomination of director candidates, and reports the results of discussions to the Board of Directors. It is chaired by an independent outside director.

⑥ Sustainability Management Committee

The Sustainability Management Committee decides on sustainability policies, aims and long-term targets, applies these in the EHSS General Committee, and builds a framework for their implementation. It also deliberates important matters related to the sustainability management issues of the ROHM and coordinates with the Board of Directors to ensure appropriate decision-making.

Director Skill Matrix

We have identified the skill sets (such as knowledge, experience, and ability) that the Board of Directors needs to achieve sustainable growth for the ROHM and to enhance the Group's corporate value over the medium- to long-term. We hereby define the following skill sets that are especially expected of directors.

Name	Fields							
	Corporate Management	ESG/Sustainability	Global	Innovation/Technology	HR Development	Legal/Compliance	Finance/Accounting	Industry Expertise
Isao Matsumoto	●	●	●	●	●	●		●
Katsumi Azuma	●	●	●		●	●		●
Kazuhide Ino	●		●	●			●	●
Tetsuo Tateishi			●	●		●		●
Koji Yamamoto		●	●		●	●		●
Tetsuo Aoki			●					●
Tadanobu Nagumo	■ ■	●	●		●			
Peter Kenevan	■ ■	●	●				●	●
Fukuko Inoue	■ ■		●		●			
Aiko Kozaki	■ ■	●					●	
Masahiko Yamazaki	■	●				●		
Keita Nakagawa	■ ■ ■	●				●	●	
Hidero Chimori	■ ■ ■	●				●		
Tomoyuki Ono	■ ■ ■	●					●	

■ Audit and Supervisory Committee Member ■ Outside ■ Independent

Fields	Definition
Corporate Management	Strive to further enhance corporate value by foreseeing changes in the environment surrounding the company's business, developing strategies from medium- to long-term perspectives and making decisions and running an organization effectively.
ESG/Sustainability	Contribute to the sustainable development and prosperity of the world, society and companies through conducting business activities with integrity, fairness and transparency, working towards the achievement of the United Nations' Sustainable Development Goals (SDGs) and establishing and maintaining a good relationship with stakeholders.
Global	Given the rapidly changing international situation, gain increased confidence from international markets by developing strategies and conducting business from global perspectives.
Innovation/Technology	Promote the creation, establishment and expansion of businesses by capturing the needs of society and customers and focusing time and resources on the development of new technologies and products that are essential for the sustainable growth of the company.
HR Development	Discover human resources who can be the next generation of managers, and conduct human resources development and medium- to long-term human resources investment that are linked to the company's management strategy.
Legal/Compliance	Perform appropriate risk management by understanding all applicable laws and regulations related to the company's business and recognize and understand risks that may materially affect the company's business by constantly viewing matters from the standpoint of ensuring legal and other compliances.
Finance/Accounting	Appropriately identify the company's business management issues based on the full understanding of accounting, taxation and finance, and develop and monitor the progress of financial strategies and measures that are linked to the company's management strategy.
Industry Expertise	Possess insight on semiconductors and a wide network of personal connections in the semiconductor industry, and look to optimize the company's business portfolio by appropriately monitoring competitive and market trends.

Corporate Governance

Efforts for Enhancing the Board of Directors

Evaluation of Effectiveness for the Board of Directors

ROHM believes that in order to continually improve corporate value, it is important for the Board of Directors to adequately exercise its duties and enhance governance.

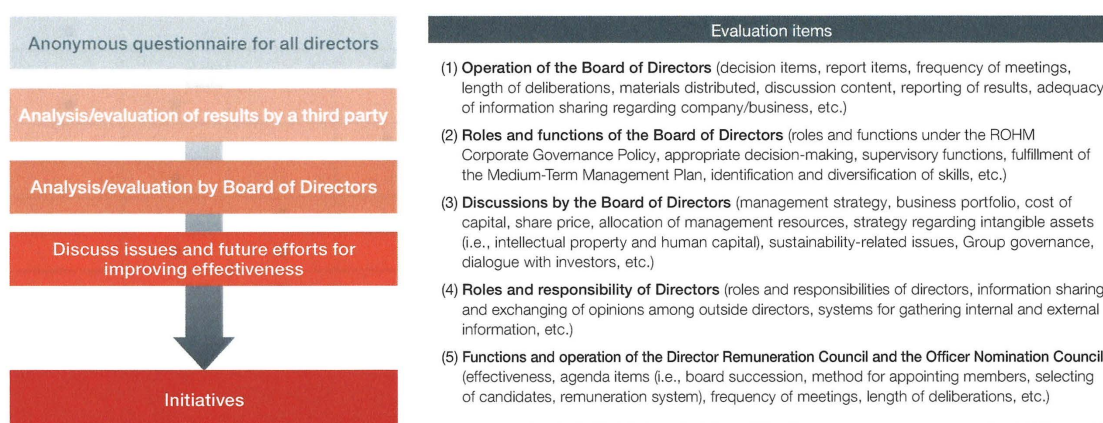
Since introducing the "Board of Directors Effectiveness Evaluations" in 2016, each director is given a questionnaire on the effectiveness of the Board of Directors every year, and the Board of Directors analyzes and evaluates its effectiveness based on those results.

Since FY2022, we are using third-party analysis and evaluation, conducted by an external organization, to ensure that

our evaluations are both objective and effective. Furthermore, since FY2023, we are not only analyzing and evaluating the questionnaire results, but we are also making the process even more objective by increasing our support in terms of creating and modifying questionnaire items and having the external organization aggregate questionnaire items using web systems.

Based on the results of the analysis and evaluation, the Board discusses issues involved in improving its own effectiveness as well as future initiatives, and the Board strives to work more effectively.

Effectiveness Evaluation Process



Evaluation Results for FY2023 and Action Policy for FY2024

FY2022 Evaluation Results	- Enhancement of the outside director system maintained the supervisory function of the Board of Directors, discussions at Board of Directors meetings, including pre-briefing sessions, have been lively and within an appropriate duration of deliberation, and progress reports and reviews of the Medium-Term Management Plan, etc. have been appropriately conducted. - The results of the director questionnaire and analysis/evaluation conducted by an external organization have confirmed the effectiveness of the Board of Directors.
Efforts in FY2023	- We selected director candidates in accordance with the decision-making process as revised by the Officer Nomination Council. - In order to enhance corporate value through constructive dialogue with institutional investors, the Board of Directors discusses, on a regular basis, the status of the dialogue with investors.
FY2023 Evaluation Results	We observed improvement in the decision-making process for nominating officers and in the sharing of the status of dialogue with investors, which were among the issues for FY2022. Likewise, the results of the evaluation questionnaires, and the third-party analysis and evaluation, determined that the Board of Directors was generally effective overall.
Challenges for FY2024	We recognized that there is still room for improvement both with regard to the questions that the Board of Directors needs to discuss further (e.g., strategy and investment regarding intangible assets such as human capital and intellectual property, and keeping cost of capital and share price in mind when running the business) and with regard to improving the training of directors. For FY2024, therefore, we deliberated on reconsidering agenda items to be submitted to meetings of the Board and on improving training for directors.

Improving Discussion at Board of Directors Meetings

Activity of the Board of Directors and of Voluntary Committees

Activity of the Board of Directors

Type of officer	Name	Attendance in FY2023
Director (Not a member of the Audit and Supervisory Committee)	Isao Matsumoto	15/15
	Katsumi Azuma	15/15
	Kazuhide Ino	15/15
	Tetsuo Tateishi	15/15
	Koji Yamamoto	15/15
	Tadanobu Nagumo	15/15
	Peter Kenevan	15/15
	Kuniko Muramatsu ¹	15/15
Director (Member of the Audit and Supervisory Committee)	Fukuko Inoue ²	12/12
	Masahiko Yamazaki	15/15
	Keita Nakagawa ²	12/12
	Hidero Chimori	15/15
	Tomoyuki Ono ²	12/12

Activity of voluntary committees

Voluntary committees	Matters discussed	Name	Attendance in FY2023
Director Remuneration Council	- Opinions of the company's Board of Directors on shareholder proposals - Future structure of the Council - Revision of remuneration system for directors (i.e., comparing and checking benchmark compensation levels), revision of remuneration for individual directors, etc. - Policy regarding holdings of the company's shares by directors	Tadanobu Nagumo	9/9
		Hidero Chimori	9/9
		Kuniko Muramatsu ^{1,3}	7/8
		Keita Nakagawa ²	8/8
		Isao Matsumoto	9/9
Officer Nomination Council	- Future structure of the Council - Ideal management structure that the company should aim for, including Board of Directors members and candidates - Appointment and dismissal of the President, of directors with titles, and of corporate officers with titles, as well as nomination of director candidates, etc.	Tadanobu Nagumo	7/7
		Hidero Chimori	7/7
		Kuniko Muramatsu ^{1,3}	5/5
		Keita Nakagawa ³	5/5
		Isao Matsumoto	7/7

¹ Kuniko Muramatsu retired from the position of Member of the Board as of the closing of the 66th Ordinary General Shareholders Meeting of June 26, 2024, at the expiration of her term.

² Due to being appointed as a Member of the Board at the 65th General Shareholders Meeting held on June 27, 2023, the number of Board of Directors meetings available for their attendance differs from other Members.

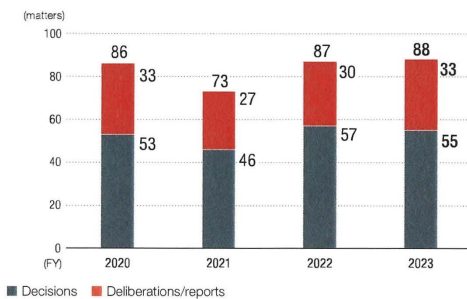
³ Due to being appointed as a member of the Officer Nomination Council and Director Remuneration Council Director in June 2023, the number of meetings available for their attendance differs from other Members.

Number of Matters and Time Allocated at Board of Directors Meetings

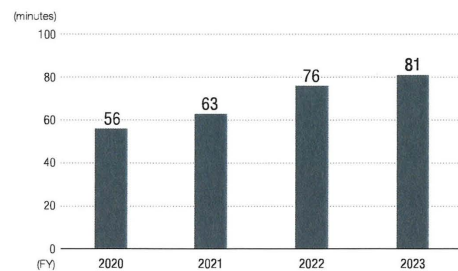
In FY2023, the meetings mainly deliberated on important management-related questions such as capital expenditures under our management strategy and growth strategy, investor relations, sustainability management, and Group governance.

A total of 88 agenda items were submitted. The average deliberation time per item was 81 minutes, so we continued to be able to devote the time necessary for lively discussion.

Number of Matters



Average Time per Matter



Discussion Topics and Discussion Details of Board Meetings

Topics	Discussion details
Management strategy	Management targets, progress of the Medium-Term Management Plan, business portfolio, investor relations, etc.
Investment	Capital expenditures on key businesses, M&A (including Group reorganization), capital investment, etc.
Other	Updating disclosure of major TCFD items, contributing to society, progress with management agenda and company-wide projects, etc.

Corporate Governance

Officer Remuneration

Policy for Determining Remuneration, etc.

The remuneration for Directors shall be based on a remuneration system that shares value with shareholders to clarify their management responsibility and fully function as a sound incentive for the company's sustainable growth and medium- to long-term enhancement of corporate value. In determining the remuneration of individual directors, the company's basic policy is to set an appropriate level based on the responsibilities of each position.

Specifically, remuneration for executive directors shall consist of fixed remuneration and performance-linked

remuneration as monetary remuneration, and stock-based remuneration as non-monetary remuneration. Remuneration for independent outside directors and non-executive directors shall be paid only as fixed remuneration from the viewpoint of their supervisory function independent of business execution.

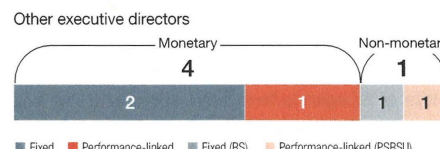
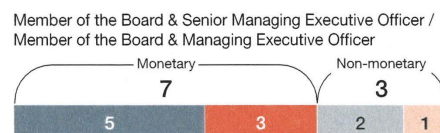
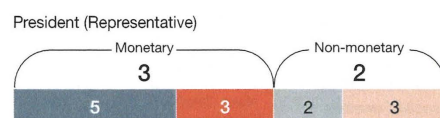
In addition, to further boost directors' willingness to continuously enhance corporate value, and to strengthen value-sharing with shareholders and other stakeholders, we formulated a policy regarding holdings of the company's shares.

Executive Director		Independent outside directors and non-executive directors
Monetary	Fixed remuneration	Paid in cash monthly according to position and responsibilities
	Performance-linked remuneration	Calculated according to the level of achievement of the company's consolidated net sales and operating profit targets for the immediately preceding period
Non-monetary remuneration (stock remuneration)		Consists of a fixed pre-delivery type (RS: Restricted Stock) and a post-delivery type linked to performance targets (PSRSU: Performance Share Restricted Stock Unit). PSRSUs shall be calculated based on the degree of achievement against targets linked to the Medium-Term Management Plan

(Reference) Performance Cycle and Indicators for PSRSUs

Performance evaluation cycle	From FY2022 to FY2025 (4 years)	
Performance indicators	Financial	ROE
		GHG emissions
	Non-financial	Diversity & inclusion (Percentage of women in managerial positions)
		ROHM Group engagement scores

Estimated Ratio of Remuneration (If Targets Are 100% Achieved)



Note: Because PSRSUs are paid in a lump sum after the completion of the Medium-Term Management Plan, the approximate percentage is calculated assuming that they are paid in each fiscal year.

Director Shareholding Policy

We recommend that holdings of the company's shares by executive directors be as indicated below.

President (Representative)

By the later of two years after the date of enactment of this provision (June 27, 2026) or five years after the date on which he/she assumes this office, he/she must hold shares equivalent to 3.0 times the amount of his/her (fixed) monetary compensation.

Other executive directors

By the later of two years after the date of enactment of this provision (i.e., by June 27, 2026) or five years after the date on which they assume their office, they must hold shares equivalent to 1.0 time the amount of their (fixed) monetary compensation.

Total Director Remunerations in FY2023

Category	Total remunerations (million yen)	Total remunerations by type (million yen)			Number of subject officers
		Fixed remuneration	Performance-linked remuneration	Non-monetary remuneration	
Directors (outside directors)	369 (49)	253 (49)	81 (—)	33 (—)	9 (4)
Directors who are Audit and Supervisory Committee Members (outside directors)	88 (58)	88 (58)	— (—)	— (—)	7 (6)
Total (outside directors)	457 (107)	341 (107)	81 (—)	33 (—)	16 (10)

* The amount of remunerations paid to directors does not include the amount of employee salaries paid to employee directors.

Dialogue with Shareholders and Investors

ROHM's investor relations (IR) activities place a strong emphasis on interactive communication through dialogue with shareholders and investors. Our goal is to promote communication with shareholders and investors by disclosing information in a fair, just, and timely manner, providing internal feedback regarding their expectations and assessment of ROHM, and maximizing corporate value by applying that feedback to management.

IR Structure and Activities

The IR Department has been established within the Public & IR Division of the Corporate Strategy Headquarters as the division in charge of IR activities. To meet the diverse needs of a broad range of shareholders and investors, it hosts various IR events such as factory tours and company information sessions for individual investors in addition to the typical IR meetings and biannual financial results briefings to communicate

with various shareholders and investors throughout the year. During FY2023, in-person activities, which had declined due to the COVID-19 pandemic, restarted in earnest alongside online activities, and there were more than 550 IR meetings (including 15 factory tours). In addition, ESG meetings focusing on ESG themes are being conducted in cooperation with relevant divisions amid a growing interest in ESG.

▶ FY2023 results P.22 Building value together with stakeholders

Primary dialogue themes and concerns

Themes	Concerns
Business environment and overall performance	• EV production volume forecast and impact on the business • Trends and future outlook in each market • Future trends in capital expenditures and depreciation
Medium-Term Management Plan	• Progress on the Medium-Term Management Plan and confidence regarding its achievement • Initiatives to improve ROE
Business related	• Targets, investment plan, and competitive situation in the SiC business
ESG related	• Progress on reducing GHG emissions • Human resource strategy tied to the management strategy
	• Inventory policy, future inventory levels, and operating status • Product price trends • Collaboration and synergy with Toshiba • Shareholder return policy and cash allocation • Growth investment and M&A approach • Progress on the ASSP strategic top 10 • Initiatives to increase the ratio of female managers • Overall corporate governance (director remuneration, etc.)



The 66th Ordinary General Shareholders Meeting



Financial results briefings for investors



Factory tours for investors

Examples of Dialogue Feedback Applied to Management and IR Activities

Assessment and opinions obtained through dialogue with shareholders and investors are reported to the Board of Directors and discussed by the executives each quarter in an effort to improve management and IR activities. In addition, we host online briefing sessions for the employees regarding the quarterly performance and market evaluation to focus our

efforts on internal IR activities as well. Furthermore, we also consider the evaluation of the Integrated Report as an important form of feedback for management and strive to be able to increase the corporate value working together as a company by reporting and discussing it with the Board of Directors and related divisions.

Themes	Improvements
Video streaming of financial results briefings	Since 2023, we have been posting videos of the financial results briefings and Q&A scripts of the briefings on our website. Furthermore, we newly added an "Answers to Frequently Asked Questions by Investors (FAQ)" section to the materials for the financial results briefings.
Disclosure of the SiC business progress (monetary amount)	Disclosure of the SiC pipeline (projects under discussion with customers) and design wins (projects where products have been adopted by customers).
Definition of corporate value	After it was advised that it would be good for ROHM to clearly document its corporate value, we listed a financial logic tree for the first time on the financial strategy page of the Integrated Report 2023. The logic tree was further improved in the Integrated Report 2024 to include non-financial KPIs as well.
Conducting factory tours	We arrange factory tours of the head office and the new ROHM Apollo Co., Ltd. SiC building for securities analysts and investors. Similar tours are scheduled to take place at ROHM Hamamatsu Co., Ltd. in 2024.
Disclosure of tax payments by country	Since 2024, we disclose the tax payments by country on our website and in the Integrated Report.

Risk Management

To conduct sustainable business activities, ROHM formulates measures to minimize the occurrence of risks, which are events that may impede business operations and business performance. To earn the trust of all stakeholders, we have established a compliance system and are working to thoroughly manage the risk of violations of laws and regulations as well as corporate ethics.

Risk Management

<https://www.rohm.com/sustainability/foundation/risk-management>

Material issues

Risk Management

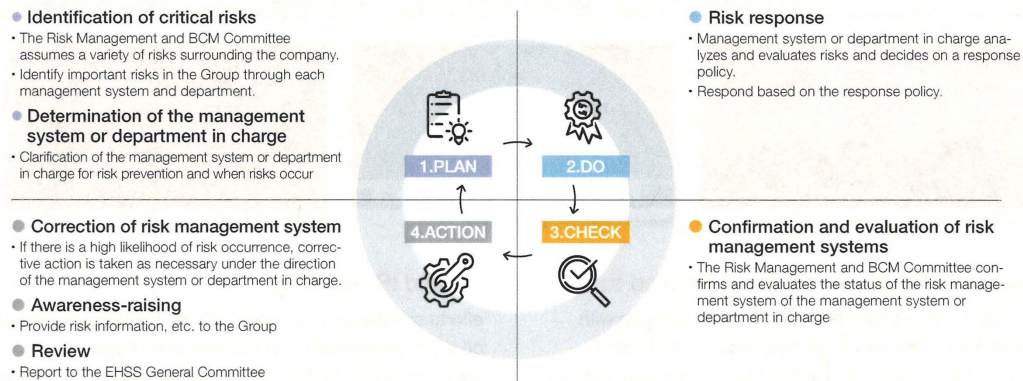
► P26 FY2023 results and KPIs

System for Promoting Enterprise Risk Management

Various risks may affect our financial position and operating results in the course of our business activities. ROHM is working to strengthen enterprise risk management (ERM) in order to avoid or minimize the impact of such risks. The Risk Management and BCM Committee (meets four times a year) is organized under the Board of Directors and the EHSS General Committee, which oversees the company-wide management system. It identifies important risks that may occur in the Group, evaluates them on a risk map in terms of their frequency of occurrence and impact on the business, and

manages and promotes countermeasures. In conjunction with each management system, the status of ERM activities and risk assessment/management indicators are reported to the EHSS General Committee once every six months, and important risks to be disclosed outside the company are reported to and approved by the Board of Directors. The Risk Management and BCM Committee is chaired by the general manager of the Corporate Strategy Headquarters, who is also a corporate officer, and the committee and its secretariat are independent of the business units.

Activity cycle for risk management



Internal and external audits

The Risk Management and BCM Committee conducts annual internal checks within the PDCA cycle of the management system to confirm its effectiveness. In addition, the Internal Audit Department, an independent organization under the direct control of the President, conducts internal audits of business and compliance risks in the Group, and summarizes key details in an assurance map, which is shared and coordinated with each management system through the Risk Management and BCM Committee.

The quarterly meetings of the Risk Management and BCM Committee are attended not only by representative members of each management system, but also by Board members,

including outside directors, full-time audit and supervisory committee members, and the head of the Internal Audit Division, to monitor and supervise whether risk management is working effectively. The outside directors have past experience in risk management and internal control at financial companies and provide advice and supervise ROHM's risk management based on their professional expertise.

Each management system is subject to periodic external audits, including the RBA Validated Audit Process and ISO audits, to confirm the effectiveness of the management structure, including risk management, from an external perspective.

Risk management indicators and reporting structure

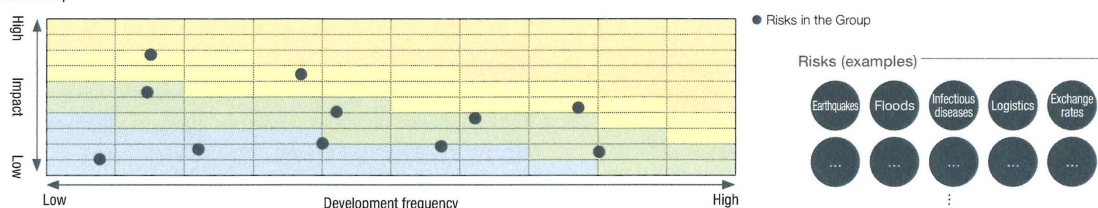
The Risk Management and BCM Committee analyzes and evaluates the impact and frequency of key risks in management, business, compliance, sustainability, and other areas, and then reviews and organizes them into a risk map four times a year. In addition, in order to effectively monitor ERM, we have established Key Risk Indicators for all key financial and non-financial risks, which measure the signs of potential risks and the progress of countermeasures. By establishing quantitative indicators as much as possible through sensitivity analysis and other means, we can visualize the signs of

risk occurrence, impact, and the status of responses, and promptly reflect them in management.

In the event of a risk event, we have established and are promoting a culture and structure to promptly notify the appropriate parties and management (Board members) within the company, and to respond to the event through an internal emergency reporting system and communication tools prepared in advance, regardless of the country or location.

For compliance risks, we have established hotlines for employees and suppliers, and an internal hotline for quality risks.

Risk map



Business Continuity Management

ROHM conducts development, manufacturing, and sales activities throughout the world. Therefore, we believe that one of the key issues for our management is BCM. We have established and are implementing the ROHM Group Risk Management and Business Continuity Policy as well as the ROHM Group Fire and Disaster Prevention Policy. In

particular, at domestic and overseas sites with production functions, we take various measures to prepare for contingencies, including identifying disaster and other risks and use this to organize countermeasure committees, formulate BCP, and conduct drills based on such plans.

[Actions for Water Risks]

Identification of water risks by using the WRI Aqueduct tools and countermeasures

ROHM uses World Resources Institute (WRI) Aqueduct, a set of global assessment tools, to identify water risks. In manufacturing semiconductors, which requires large amounts of water, the securing of water is critical. In Japan, where front-end processing (wafer processing) functions are concentrated, we have set drought risk as a priority issue and have set long-term targets for securing water intake and reducing water usage. We have been proceeding with a water intake plan that is linked to production plans and environmental targets.

Overseas, where assembly, inspection and other back-end processes take place, we have identified flood risk as an

issue. The 2011 flood in Thailand caused the Group's manufacturing sites to shut down, and the loss of facilities and equipment along with the economic loss due to the suspension of production had a great impact both internally and externally. We use WRI Aqueduct as a flood risk assessment tool for our manufacturing sites, while the Risk Management and BCM Committee also assesses and analyzes flood risks. By designing inventories based on the estimated number of days of suspended production from a BCP perspective, we are working to reduce risk of production shutdowns due to flooding.

Conducting drills based on lessons learned from the flooding in Thailand

Every year at our manufacturing site in Thailand, we conduct BCM Countermeasures Headquarters drills in preparation of flooding. Based on the action plan drawn up using the experiences of the 2011 flood, items for implementation are checked for hypothetical situations assuming each of the phases of "upstream flooding" and "flooding of a similar scale to 2011, with a flood wall in the industrial park washed away."

We also run training in essential skills, including assembling

flood walls prepared as a flooding countermeasure, starting up drainage pumps, operating boats, and other activities such as checking items to be used in the event of flooding.



Flood wall assembly training at the manufacturing site in Thailand

Risk Management

[Responding to Other Risks]

Earthquake risks

We have installed the Building Safety Judgment Support System at major sites and buildings in Japan to enable rapid responses in the event of an earthquake in terms of both human safety and business continuity. This system analyzes the shaking of the building immediately after the earthquake and judges the safety of the building in three stages. By utilizing this system, we can judge the safety of buildings in a timely, professional and objective manner in addressing earthquake risks, one of the most significant risks in doing business in Japan.

In addition, each of ROHM's business sites has established

Geopolitical risks

International relations in various countries and regions are increasingly uncertain, including the prolonged Russia-Ukraine conflict and heightened military tensions in the Taiwan Strait, South China Sea and Middle East. For ROHM, with its global business activities, geopolitical risks may not only have a direct impact on production and sales activities in the form of business withdrawals and suspended operations, but may also impact our entire supply chain, including material procurement and business with customers.

In response, ROHM established the Economic Security Office as a specialist unit in December 2023. Led by this unit and the Risk Management and BCM Committee, we collect information, monitor, and implement measures regarding

a BCM task force to ensure the safety of employees and others in the event of an emergency and to ensure the continuity and early recovery of core businesses. In FY2023, we conducted information sharing training assuming a Nankai Trough megaquake for the BCM Countermeasures Headquarters of the ROHM head office and members of its subordinate operational team. The training clarified issues related to the roles and activities of each team and its members as well as reconfirmed courses of action. It also improved awareness of BCM and BCP as well as readiness.

geopolitical risks that may impact management. While continuing to formulate and promote risk management measures and BCP based on risks identified for business sites in all regions and ensuring the safety of employees, we are working to minimize the impacts on our business.

In regard to export control regulations on semiconductor-related products, ROHM conducts proper export controls while the Export Control Specialist Subcommittee, comprising related departments across the company, works in close collaboration with lawyers.

Other Risks

<https://www.rohm.com/sustainability/foundation/risk-management#anc04>

Actions for Information Security

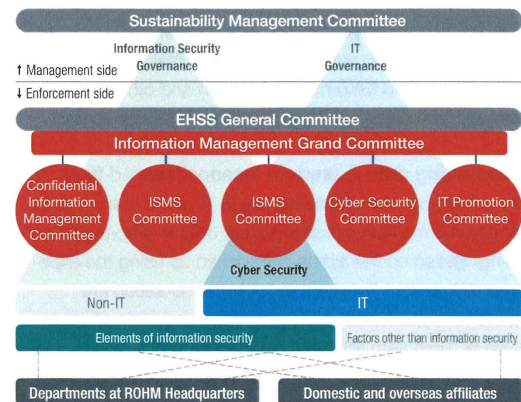
Information management system

ROHM has identified the establishment of an information security system that enhances business continuity, and the establishment, provision, and utilization of IT tools that support the Medium-Term Management Plan as key issues in information security governance, cyber security, and IT governance, and the Information Management Grand Committee takes the lead in the operation of the information management system. This committee is established as a subordinate organization of the EHSS General Committee, in which directors with executive authority and divisional managers participate, and is responsible for the appropriate management of information security risks, cyber security risks, and IT governance risks in ROHM.

The Head Office and some manufacturing sites have obtained ISO/IEC 27001 information security management system certification. The scope of certification covers the planning, development, maintenance and operation of the Group's internal information systems as well as the development, manufacture and sales of semiconductors and electronic components. Furthermore, the Head Office, LAPIS Semiconductor's head office and Miyazaki Plant and ROHM Semiconductor GmbH have received TISAX (Trusted Information Security

Assessment Exchange) certification, which was developed by the German Association of the Automotive Industry for the assessment of information security.

We are advancing proper information management to prevent leaks and end fraudulent use of confidential information, which is key for our business, through conventional audits and evaluations within and outside the organization as well as by continuously expanding their implementation and the scope of certifications.



Information Security

<https://www.rohm.com/sustainability/foundation/information-security>

Compliance Initiatives

ROHM must continuously comply with laws, international norms, business ethics and in-house rules and fulfill its social responsibility as a company in order to continue to gain the trust of various stakeholders in relation to its business activities. ROHM has the awareness and responsibility that "the company is a public institution of society" and establishes a system for compliance in accordance with the ROHM Group Basic Ethics Policy and the ROHM Group Business Conduct Guidelines, committed to rigorous management of risks of legal and corporate ethics violations.

Whistleblowing System

ROHM has established a compliance hotline established by an external law firm as a whistleblowing system to accept reports and consultations regarding compliance violations from all employees including non-regular employees, of Group companies in Japan. As for overseas Group companies, in addition to setting up hotlines, we have also established a global compliance hotline that allows employees to report misconduct or potential misconduct by officers to the ROHM Head Office*.

In order to ensure the appropriate operation of the system, we have established internal regulations to ensure that those who make reports or seek consultation are not treated

unfairly for use of the whistleblowing system and that we thoroughly ensure that information provided or uncovered through investigations is kept confidential. We also provide in-house training to employees who are engaged in compliance hotline-related work.

Furthermore, we are working to identify information on risks such as violations at an early stage as well as respond promptly and appropriately by distributing ROHM Compliance Cards and promoting awareness of the hotline through noticeboards and internal training.

*Number of whistleblower reports in FY2023 (from April 1, 2023 through March 31, 2024): 86

Education and Training System

ROHM must increase the level of compliance literacy for each individual employee for compliance of business ethics. In order to spread and increase compliance awareness, ROHM conducts regular compliance-themed training as well as in-house education and awareness-raising activities such as legal e-learning. By also conducting level-specific compliance

training from management (directors) through new employees, all employees are able to understand and acquire knowledge of the rules that they must observe at each level.

Compliance

<https://www.rohm.com/sustainability/foundation/compliance>

Tax Compliance Response

Basic policy

ROHM strives to pay taxes appropriately in compliance with national and regional laws and regulations under its system that appropriately ascertains and manages tax relationships in its business activities. We respond to domestic and

international tax reforms, including the Organization for Economic Co-operation and Development's (OECD) Base Erosion and Profit Shifting (BEPS) Project, fulfilling our corporate social responsibility (CSR) at an even higher level.

Tax Data by Country and Region for FY2023

(Millions of yen)				
Tax jurisdiction	Revenues	Profit (loss) before income tax	Income tax paid (on cash basis)	Income tax accrued-current year
Japan	631,626	22,669	28,077	5,199
Thailand	138,937	6,153	817	661
Hong Kong	93,537	3,735	646	577
Philippines	83,329	3,611	515	624
China	69,420	5,880	831	1,071
Germany	50,435	4,633	188	833
South Korea	46,720	2,635	756	632
Singapore	35,901	4,974	582	922
Americas	28,823	1,611	114	95
Taiwan	26,816	1,419	278	249
Malaysia	26,258	1,772	-421	206
Subtotal	1,231,802	59,091	32,381	11,070
Other	7,675	279	44	64
Total	1,239,477	59,370	32,426	11,134

* Countries and regions for which the subtotal of the items exceeds 90% of total are shown.

* The amounts in the left are based on Country-by-Country Reports submitted to Japan's Tax Agency and have no direct bearing on consolidated financial statements.

Tax Policy

<https://www.rohm.com/sustainability/foundation/governance/taxpolicy>

Members of the Board and Corporate Officers



Directors

President (Representative Director),
Chief Executive Officer

① Isao Matsumoto

Number of ROHM Shares Held: 28,728 shares

Apr. 1985 Joined the Company
Jun. 2013 Member of the Board, Director of LSI Production Headquarters
Sep. 2019 Member of the Board, Managing Executive Officer, in charge of Quality, Safety and Production
May 2020 President (Representative), Chief Executive Officer
Jun. 2020 President, CEO (Representative)
Apr. 2024 President (Representative Director), Chief Executive Officer (current position)

Member of the Board

② Katsumi Azuma

Number of ROHM Shares Held: 20,064 shares

Apr. 1989 Joined the Company
Jun. 2013 Member of the Board, Director of Discrete Production Headquarters
Jul. 2017 Senior Managing Director, Member of the Board, in charge of Discrete and Optical Module
Sep. 2019 Member of the Board, Senior Managing Executive Officer, in charge of Business and Strategy
Jun. 2020 Member of the Board, Senior Managing Executive Officer, COO, Senior Director of Sales
Jan. 2021 Member of the Board, Senior Managing Executive Officer, COO, Senior Director of Production - Quality - Sales
Jun. 2021 Member of the Board, Senior Managing Executive Officer, COO
Jun. 2023 President of ROHM Apollo Co., Ltd. (current position)
Apr. 2024 Member of the Board, Senior Managing Executive Officer, in charge of Quality, Production, General Purpose Device Business and Module Business (current position)

Member of the Board

③ Kazuhide Ino

Number of ROHM Shares Held: 11,432 shares

Apr. 1999 Joined the Company
Sep. 2019 Corporate Officer, Director of Power Device Production Headquarters
Jun. 2020 Member of the Board, CSO and Senior Director of Power Device Business
Jan. 2021 Member of the Board, Senior Corporate Officer, CSO
Jun. 2021 Member of the Board, Managing Executive Officer, CSO and Director of Accounting & Finance Headquarters
Apr. 2023 Member of the Board, Managing Executive Officer, CFO (Chief Financial Officer)
Apr. 2024 Member of the Board, Managing Executive Officer, in charge of Power Device Business (current position)

Member of the Board

④ Tetsuo Tateishi

Number of ROHM Shares Held: 9,912 shares

Jul. 2014 Joined the Company
Jun. 2019 Member of the Board, Director of LSI Development Headquarters
Sep. 2019 Member of the Board, Senior Corporate Officer, Director of LSI Development Headquarters
Jun. 2020 Member of the Board, CTO and Senior Director of LSI Business
Jan. 2021 Member of the Board, Senior Corporate Officer, CTO
Apr. 2024 Member of the Board, Senior Corporate Officer, in charge of Research & Development, IT, Legal & Intellectual Property and LSI Business (current position)

Member of the Board

⑤ Koji Yamamoto

Number of ROHM Shares Held: 12,440 shares

Apr. 1985 Joined the Company
Sep. 2019 Corporate Officer, Director of LSI Production Headquarters and in charge of Development of ATP Rationalization
Jun. 2020 Corporate Officer, Director of Supply Chain Management Headquarters
Jun. 2021 Member of the Board, Senior Corporate Officer, Director of Supply Chain Management Headquarters, Director of Administrative Headquarters and in charge of Sustainability
Jun. 2022 Member of the Board, Senior Corporate Officer, CAO and in charge of Sustainability
Apr. 2023 Member of the Board, Senior Corporate Officer, CSO
Apr. 2024 Member of the Board, Senior Corporate Officer, in charge of SCM and Administration (current position)

Member of the Board

⑥ Tetsuo Aoki

Number of ROHM Shares Held: 7,325 shares

May 1991 Joined the Company
Sep. 2019 Corporate Officer, Head of Japanese, Asia Sales and Director of East Japan Sales Headquarter
Apr. 2023 Corporate Officer, Director of System Solutions Engineering Headquarters and in charge of Sales Management
Apr. 2024 Corporate Officer, in charge of Sales and Marketing (current position)
Jun. 2024 Member of the Board, Senior Corporate Officer, in charge of Sales and Marketing (current position)

Member of the Board (Outside), Chairperson of the Board

⑦ Tadanobu Nagumo

Number of ROHM Shares Held: 2,000 shares

Apr. 1969 Joined The Yokohama Rubber Co., Ltd.
Jun. 1999 Director of The Yokohama Rubber Co., Ltd.
Jun. 2004 President and Representative Director of The Yokohama Rubber Co., Ltd.
Jun. 2011 Chairman and CEO and Representative Director of The Yokohama Rubber Co., Ltd.
Jun. 2015 Outside Director of The Zeon Corporation (current position)
Mar. 2016 Chairman and Representative Director of The Yokohama Rubber Co., Ltd.
Mar. 2019 Senior Advisor of The Yokohama Rubber Co., Ltd.
Jun. 2021 Member of the Board (Outside)
Mar. 2024 Honorary Advisor of Yokohama Rubber Co., Ltd. (current position)
Apr. 2024 Member of the Board, Chairperson of the Board (current position)

Member of the Board (Outside)

⑧ Peter Kenevan

Number of ROHM Shares Held: -

Jun. 1995 Admitted to California Bar
Sep. 1995 Joined McKinsey & Company, Inc.
Jun. 2000 Partner of McKinsey & Company, Inc. (Tokyo office)
Jun. 2012 Senior Partner of McKinsey & Company, Inc. (Tokyo office)
Apr. 2021 VP, Head of Japan of PayPal Pte. Ltd. (Tokyo branch) (current position)
Jun. 2022 Member of the Board (Outside) (current position)

Member of the Board (Outside)

⑨ Fukuko Inoue

Number of ROHM Shares Held: -

Apr. 1987 Joined UCC UESHIMA COFFEE CO., LTD.
Sep. 1996 Human Resources Officer, Training Officer at Budget Personnel Bureau of Human Resources Department of Asian Development Bank
May 2004 Human Resources Development Manager at General Affairs and Human Resources Headquarters of Vodafone Japan Co., Ltd.
Jun. 2006 Human Resources Manager of Tiffany & Co.
Sep. 2011 Executive Officer of Human Resources, General Manager of Human Resources Headquarters of SAP Japan Co., Ltd.
Jan. 2013 Section Chief of Human Resources Planning Division at Human Resources Department of International Atomic Energy Agency
Jul. 2017 Senior Human Resources Officer at Management Bureau of International Atomic Energy Agency
Apr. 2018 Professor at Doshisha Business School at Doshisha University (current position)
Jun. 2022 Outside Director of EXEDY Corporation (current position)
Jun. 2023 Member of the Board (Outside) (current position)



Corporate Officers (As of September, 2024)

Member of the Board (Outside)

⑩ Aiko Kozaki

Number of ROHM Shares Held: -

Apr. 1996 Joined Nomura Asset Management Co., Ltd.
(Resigned in Mar. 2000)
Apr. 2006 NPO Social Innovation Japan
Apr. 2007 ESG Research Center of The Japan Research
Institute, Limited
Jul. 2013 Manager at ESG Research Center of The Japan
Research Institute, Limited
Sep. 2015 Work Again Business Manager of Waris Co., Ltd.
Nov. 2020 Strategy Development Division at Strategy
Development and Management Bureau of Financial
Services Agency (Resigned in Oct. 2022)
Mar. 2023 Representative Director of stream-i Co., Ltd. (current
position)
Mar. 2023 Outside Director of Central Tank Terminal Co., Ltd.
(current position)
Jan. 2024 Manager at Investment Department of General
Incorporated Foundation Japan Network for Public
Interest Activities (current position)
Jun. 2024 Member of the Board (Outside) (current position)

Member of the Board, Audit and Supervisory
Committee Member (Full-Time)

⑪ Masahiko Yamazaki

Number of ROHM Shares Held: 25,704 shares

Mar. 1982 Joined the Company
Jun. 2010 Member of the Board, Director of Administrative
Headquarters
Sep. 2019 Member of the Board, Senior Corporate Officer,
Director of Administrative Headquarters and CSR
Headquarters
Apr. 2020 Member of the Board, Senior Corporate Officer, Director
of Administrative Headquarters and in charge of CSR
Jun. 2021 Member of the Board, Audit and Supervisory
Committee Member (Full Time) (current position)

Member of the Board (Outside), Audit and
Supervisory Committee Member (Full-Time)

⑫ Keita Nakagawa

Number of ROHM Shares Held: 200 shares

Apr. 1988 Joined Daiwa Bank Co., Ltd.
Aug. 1997 Singapore Branch of Daiwa Bank Co., Ltd.
Mar. 2003 Employees' Union of Resona Bank, Ltd. (Until Jul. 2004)
Oct. 2015 Senior Auditor at Internal Audit Department of Resona
Bank, Ltd.
Apr. 2017 Manager at Internal Audit Department of Resona
Holdings, Inc.
Apr. 2019 Corporate Officer in charge of Compliance
Supervisory of Kansai Mirai Bank, Limited
Apr. 2022 Managing Director of Resona Card Co., Ltd.
Apr. 2023 Advisor of Resona Card Co., Ltd.
Jun. 2023 Member of the Board (Outside), Audit and Supervisory
Committee Member (Full-Time) (current position)

Member of the Board (Outside), Audit and
Supervisory Committee Member

⑬ Hidero Chimori

Number of ROHM Shares Held: 1,900 shares

Apr. 1983 Attorney at law (Member of Osaka Bar Association)
Joined Miyake & Partners
May 2002 Managing Partner of Miyake & Partners
Jun. 2016 Outside Director of Kobe Steel, Ltd., Audit and
Supervisory Board Member of the Company
May 2019 Partner of Miyake & Partners (current position)
Jun. 2019 Member of the Board, Audit and Supervisory
Committee Member (current position)
Jun. 2021 Outside Director of Oji Holdings Corporation (current
position)

Member of the Board (Outside), Audit and
Supervisory Committee Member

⑭ Tomoyuki Ono

Number of ROHM Shares Held: 100 shares

Apr. 1982 Joined Sumitomo Chemical Industry Co., Ltd.
(Currently Sumitomo Chemical Co., Ltd.)
Oct. 1989 Eiwa Audit Corporation (currently KPMG AZSA LLC)
Mar. 1993 Registered as CPA
Mar. 1994 Joined Ono Property Appraisal Office
Aug. 1998 Joined Asahi Audit Corporation (currently KPMG
AZSA LLC)
Jun. 2007 Partner of KPMG AZSA LLC
May 2021 Chairman of the Board of Partners of KPMG AZSA LLC
Jul. 2022 Founded Ono Accounting Office, Chief of the Office
(current position)
Jun. 2023 Outside Director of NITTA Corporation (current position)
Jun. 2023 Member of the Board (Outside), Audit and
Supervisory Committee Member (current position)

Isao Matsumoto Chief Executive Officer

Katsumi Azuma Senior Managing Executive
Officer,
in charge of Quality, Production,
General Purpose Device Business and
Module Business ROHM Apollo Co.,
Ltd., President

Kazuhide Ino Managing Executive Officer,
in charge of Power Device Business

Tetsuo Tateishi Senior Corporate Officer,
in charge of Research & Development,
IT, Legal & Intellectual Property and LSI
Business

Koji Yamamoto Senior Corporate Officer,
in charge of SCM and Administration

Tetsuo Aoki Senior Corporate Officer,
in charge of Sales and Marketing

Motohiro Ando Corporate Officer,
in charge of Finance and Director of
Corporate Strategy Headquarters

Sumihiro Takashima Corporate Officer,
Director of LSI Business Unit

Tsuguki Noma Corporate Officer,
Director of Power Devices Business Unit

Tsuguru Ariyama Corporate Officer,
Director of General Purpose Device
Business Unit

Tetsuhiro Tanabe Corporate Officer,
Director of Module Business Unit

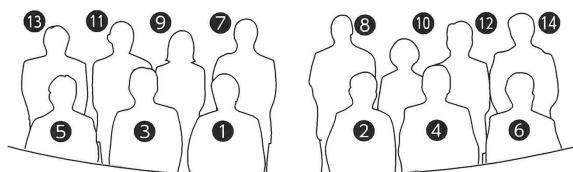
Syoji Higashida Corporate Officer,
Director of WP Production
Headquarters

Satoshi Fujitani Corporate Officer,
Director of AP Production Headquarters

Masanori Tanimura Corporate Officer,
Director of IT Headquarters

Shinji Mikami Corporate Officer,
in charge of Japan and International Sales

Takashi Miki Corporate Officer,
Director of Corporate Quality Headquarters

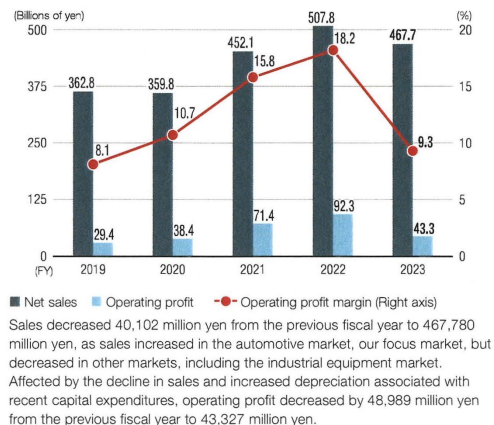


*The number of shares held is as of March 31, 2024.

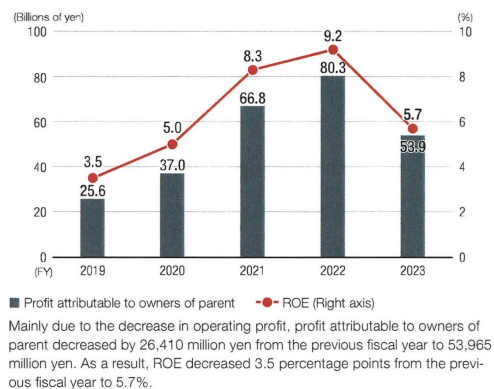
Financial and Non-Financial Highlights

Financial Highlights (Consolidated)

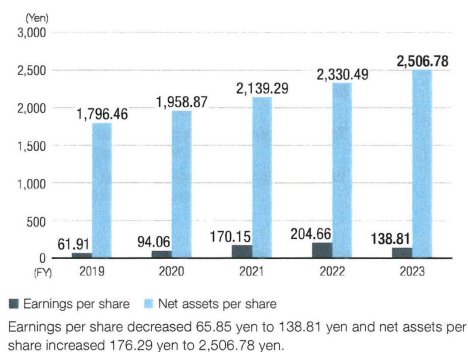
Business Performance



Profit Attributable to Owners of Parent and ROE

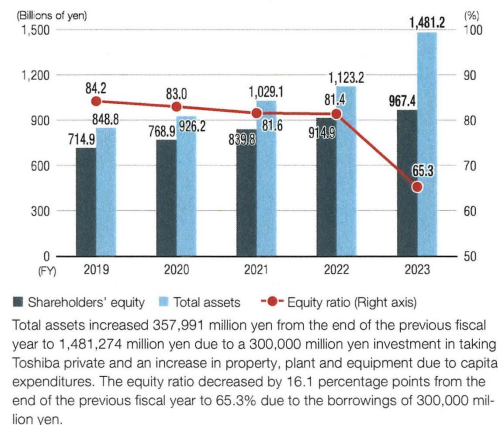


Earnings Per Share and Net Assets Per Share

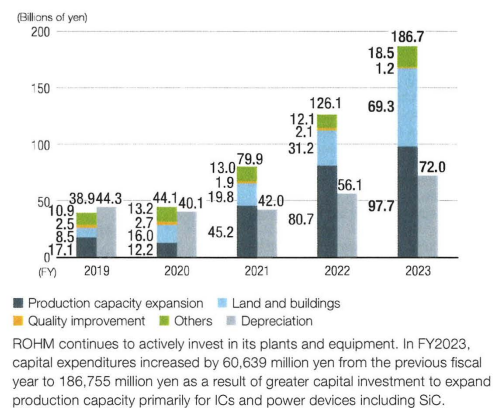


* On October 1, 2023, the company conducted a 4-for-1 stock split of its common stock. "Earnings per share," "net assets per share," and "dividend per share" up to FY2022 are calculated taking the stock split into consideration.

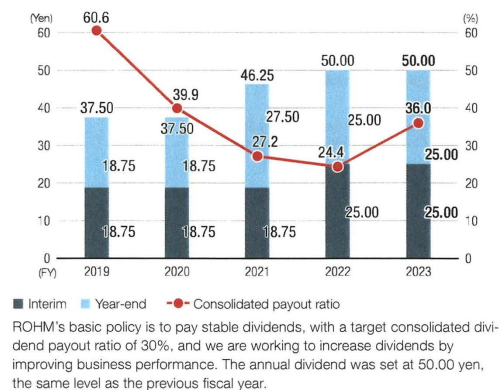
Shareholders' Equity and Total Assets



Capital Expenditures and Depreciation

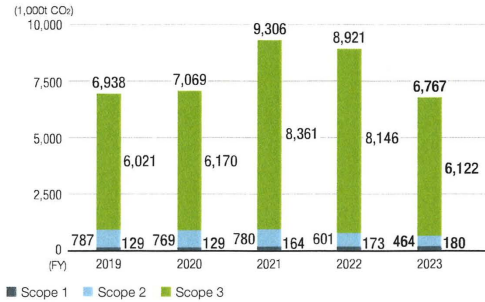


Dividends and Consolidated Payout Ratio



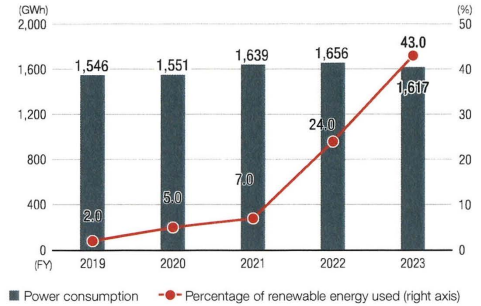
Non-Financial Highlights (Consolidated)

CO₂ Emissions



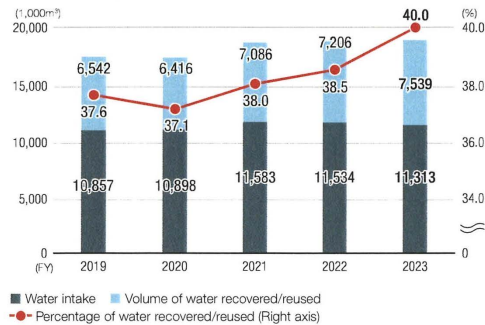
To realize the "ROHM Group Environmental Vision 2050", which aims to achieve net zero GHG emissions by FY2050, our medium-term environmental goal is to reduce GHG emissions (Scope 1 and 2) by more than 50.5% by FY2030 compared to FY2018 levels. In FY2022, we achieved a 21.8% reduction compared to FY2018, while in FY2023 we achieved a 34.9% reduction.

Power Consumption and Percentage of Renewable Energy Used



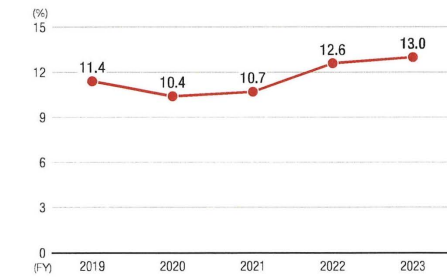
We have announced a plan which calls for 100% of electricity used in all business activities in Japan and overseas to be derived from renewable energy sources (hydro, geothermal, solar power, etc.) by FY2050. In FY2023, 100% of the power used at our manufacturing site in the Philippines came from renewable energy sources, bringing the overall level to 43.0%.

Water Intake and Recovered/Reused Water at Manufacturing Sites



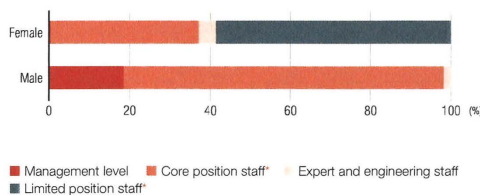
As part of our resource recycling efforts in the "ROHM Group Environmental Vision 2050", we are aiming to improve our water recovery and reuse rate by 5.5% or more by FY2030 compared to FY2019 levels. In FY2023, we improved the rate by 2.4% compared to FY2019, proceeding to systematically install water recycling equipment in our manufacturing sites.

Percentage of Women in Management Positions



As stated in the Medium-Term Management Plan, our aim is to increase the percentage of women in management positions in the whole Group to 15% by FY2025 and to 20% by FY2030. We will make every effort to achieve our goals by continuing to enhance training opportunities, revising existing systems, and implementing new systems.

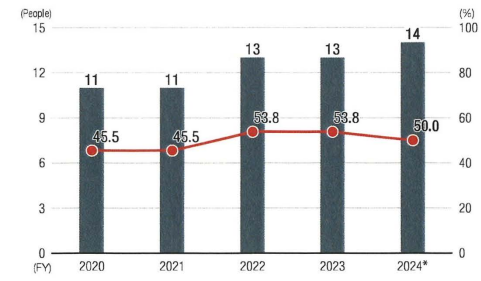
Male/Female Ratios by Occupation (Non-Consolidated)



When the average wage of all employees is calculated by gender, there is a discrepancy between men and women at ROHM. We have determined the main reason to be differences in the male/female ratios by occupation. We do not intend to forcibly rectify this situation, as it relates to the way each individual wishes to work. However, we have established a "Course Change System" to provide employees who wish to do so with opportunities to take on new challenges. (→P.49 Human Capital Initiatives: The Course Change System, P.97 Primary ESG Data: Average benefit amount during the year)

* Explained in the Glossary

Number of Directors and Percentage of Outside Directors



Efforts are ongoing to achieve the goal of increasing the number of outside directors to a majority, as set forth in the Medium-Term Management Plan.

Eleven-Year Financial Summary

Financial Data	Fiscal year	2013	2014	2015
Net sales		331,087	362,772	352,397
ICs		154,183	169,916	164,080
Discrete semiconductor devices		117,746	129,047	126,436
Modules		31,648	36,083	36,370
Others		27,509	27,725	25,510
Cost of sales		227,014	235,042	230,662
Gross profit		104,073	127,729	121,734
Selling, general and administrative expenses		80,437	88,929	88,099
Operating profit		23,635	38,800	33,635
ICs		9,216	22,286	7,660
Discrete semiconductor devices		14,087	15,909	21,504
Modules		1,442	2,086	4,594
Others		-796	-900	262
Adjusted amount		-313	-581	-387
Ordinary profit		35,915	59,218	36,625
Profit attributable to owners of parent		32,091	45,296	25,686
EBITDA		49,195	73,267	71,973
Capital expenditures		31,754	48,739	56,686
ICs		14,246	24,031	20,973
Discrete semiconductor devices		12,772	15,784	21,991
Modules		1,329	4,362	4,695
Others		1,970	2,188	1,315
Adjusted amount		1,435	2,373	7,709
Depreciation		25,559	34,467	38,338
R&D expenses		36,536	39,996	40,868
Cash flow from operating activities		59,134	72,381	78,901
Cash flow from investing activities		-21,621	-100,638	-22,436
Dividends paid		3,773	8,085	16,038
Purchase of treasury shares		37	15	17,006
Total assets		754,407	864,380	804,134
Total liabilities		91,019	111,946	97,883
Total net assets		663,387	752,433	706,251
Per Share Data				
Net income per share (yen)		74.41	105.04	60.48
Net assets per share (yen)		1,537.45	1,743.77	1,668.08
Dividend per share (yen)		12.5	32.5	32.5
Key Indicators				
Operating profit margin (%)		7.1	10.7	9.5
ROE (%)		5.0	6.4	3.5
(Ratio of net income to net sales) (%)		9.7	12.5	7.3
(Total asset turnover) (turnover)		0.46	0.45	0.42
(Financial leverage) (%)		113.9	114.4	114.5
ROA (%)		4.4	5.6	3.1
Equity ratio (%)		87.9	87.0	87.8
Dividend payout ratio (%)		16.8	30.9	53.7
Total return ratio (%)		16.8	30.9	119.7
Year-end share price (yen)		1,151.3	2,057.5	1,185.0
Market capitalization (millions of yen)		496,444	887,220	501,379
Price earnings ratio (PER) (times)		15.5	19.6	19.6
Price book-value ratio (PBR) (times)		0.7	1.2	0.7
Dividend yield (%)		1.1	1.6	2.7
Cash conversion cycle (CCC) (months)		6.6	6.3	6.4
Exchange Rate Data				
Foreign exchange rate (average yen-dollar rate)		100.0	110.0	120.0

* ROHM conducted a four-for-one common stock split on October 1, 2023. Net income per share, net assets per share, dividend per share, and year-end share price through FY2022 are calculated adjusted for the stock split.

(Millions of yen)

	2016	2017	2018	2019	2020	2021	2022	2023
	352,010	397,106	398,989	362,885	359,888	452,124	507,882	467,780
	161,195	183,430	183,313	170,432	168,103	203,895	233,704	207,222
	130,036	149,915	152,861	139,038	142,389	188,093	212,241	201,948
	39,608	41,829	40,158	33,275	29,213	32,835	34,326	32,908
	21,169	21,930	22,655	20,139	20,181	27,299	27,610	25,701
	234,967	252,591	254,727	251,125	242,252	289,803	314,220	322,088
	117,042	144,515	144,262	111,759	117,635	162,320	193,661	145,692
	85,215	87,510	88,352	82,269	79,146	90,841	101,344	102,365
	31,827	57,004	55,909	29,489	38,488	71,479	92,316	43,327
	9,064	20,181	15,990	12,578	15,752	32,988	48,158	21,269
	20,916	32,193	30,054	10,407	21,053	32,774	34,529	12,964
	1,793	3,793	5,918	3,491	2,145	4,442	4,284	2,005
	1,497	2,968	4,093	1,948	1,846	5,018	5,088	2,154
	-1,444	-2,132	-146	1,063	-2,308	-3,744	256	4,932
	35,579	54,213	64,689	35,774	40,672	82,551	109,530	69,200
	26,432	37,249	45,441	25,632	37,002	66,827	80,375	53,965
	72,628	100,411	101,325	73,817	78,656	113,507	148,456	115,396
	42,182	55,911	57,291	38,941	44,114	79,985	126,116	186,755
	16,484	25,077	17,119	8,550	16,568	30,130	57,673	42,714
	17,704	23,148	30,407	22,001	20,460	33,789	57,061	130,969
	2,709	1,185	1,979	1,922	2,893	1,793	2,054	1,188
	1,925	4,407	4,694	2,735	1,079	4,237	3,077	1,808
	3,358	2,091	3,089	3,731	3,111	10,034	6,249	10,074
	40,801	43,407	45,415	44,328	40,167	42,027	56,140	72,069
	37,277	38,852	39,578	33,384	31,537	36,126	42,560	44,423
	67,397	74,727	65,990	79,130	45,975	92,181	98,628	82,858
	-38,742	-54,517	-53,997	-8,676	-40,844	-55,437	-88,738	-431,952
	12,164	21,154	20,625	15,675	14,822	14,721	20,610	19,463
	6	10	10,003	41,295	8,715	9	6	20,005
	834,503	870,034	874,427	848,873	926,240	1,029,132	1,123,283	1,481,274
	109,051	118,156	107,673	133,393	156,750	188,778	207,817	513,172
	725,452	751,877	766,754	715,479	769,490	840,353	915,465	968,102
	62.47	88.04	107.82	61.91	94.06	170.15	204.66	138.81
	1,713.50	1,776.01	1,833.01	1,796.46	1,958.87	2,139.29	2,330.49	2,506.78
	32.5	60.0	37.5	37.5	37.5	46.3	50.0	50.0
	9.0	14.4	14.0	8.1	10.7	15.8	18.2	9.3
	3.7	5.0	6.0	3.5	5.0	8.3	9.2	5.7
	7.5	9.4	11.4	7.1	10.3	14.8	15.8	11.5
	0.43	0.47	0.46	0.42	0.41	0.46	0.47	0.36
	114.5	115.5	114.9	116.3	119.6	121.5	122.7	138.4
	3.2	4.4	5.2	3.0	4.2	6.8	7.5	4.1
	86.9	86.4	87.6	84.2	83.0	81.6	81.4	65.3
	52.0	68.2	34.8	60.6	39.9	27.2	24.4	36.0
	52.0	68.2	56.7	220.8	63.3	27.2	24.4	72.8
	1,850.0	2,532.5	1,725.0	1,482.5	2,702.5	2,397.5	2,742.5	2,428.5
	782,736	1,071,492	721,095	590,006	1,060,843	941,146	1,076,625	937,257
	29.6	28.8	16.0	23.9	28.7	14.1	13.4	17.5
	1.1	1.4	0.9	0.8	1.4	1.1	1.2	1.0
	1.8	2.4	2.2	2.5	1.4	1.9	1.8	2.1
	6.1	6.1	7.1	7.6	8.0	7.7	8.4	9.7
	109.0	110.8	110.7	109.1	106.2	112.9	135.0	144.4

Primary ESG Data

Environment		Scope	Unit	FY2019	FY2020	FY2021	FY2022	FY2023
GHG Emissions								
SCOPE1	CO ₂ Emissions from fuel combustion	Consolidated	t-CO ₂	32,739	33,206	38,934	39,513	36,688
	PFC	Consolidated	GWP-t	96,813	96,773	125,246	134,198	144,083
SCOPE2		Consolidated	t-CO ₂	787,392	769,234	780,811	601,299	464,414
SCOPE3		Consolidated	t-CO ₂	6,021,451	6,170,646	8,361,894	8,146,551	6,122,363
Total		Consolidated	t-CO ₂	6,938,395	7,069,859	9,306,885	8,921,562	6,767,548
Energy Consumption								
Total non-renewable energy consumption		Consolidated	MWh	1,515,142	1,480,876	1,525,665	1,259,119	917,398
Total renewable energy consumption		Consolidated	MWh	30,547	70,020	113,336	396,493	700,097
Water Usage								
Total municipal water supplies (or from other water utilities) (a)		Consolidated	1,000m ³	5,424	5,993	6,515	6,423	6,264
Fresh surface water (lakes, rivers, etc.) (b)		Consolidated	1,000m ³	724	727	822	875	934
Fresh groundwater (c)		Consolidated	1,000m ³	4,932	4,366	4,443	4,447	4,390
Total net fresh water consumption [(a)+(b)+(c)-(d)]		Consolidated	1,000m ³	1,636	1,701	1,643	1,506	1,707
Water Discharge								
Total (d)		Consolidated	1,000m ³	9,444	9,385	10,137	10,240	9,881
Freshwater surface water intake		Consolidated	1,000m ³	3,581	3,657	4,035	4,075	3,651
Wastewater discharged into rivers and lakes		Consolidated	1,000m ³	5,863	5,727	6,102	6,165	6,230
Total Pure Water Consumption								
Ultra-pure water usage		Consolidated	1,000m ³	6,480	6,269	6,946	6,784	6,140
Waste								
Total waste disposed		Consolidated	t	14,076	13,775	17,175	16,720	14,606
Waste landfilled		Consolidated	t	571	432	362	326	205
Waste recycled		Consolidated	t	13,505	13,343	16,813	16,394	14,401
Rate of waste recycled		Consolidated	%	95.9	96.9	97.9	98.0	98.6
Hazardous Waste (Specifically Controlled Industrial Waste in Japan)								
Total waste disposed		Consolidated	t	3,177	3,432	4,570	4,447	3,829
Waste landfilled		Consolidated	t	3	2	2	2	1
Waste recycled		Consolidated	t	3,174	3,430	4,568	4,445	3,828
Rate of waste recycled		Consolidated	%	99.9	99.9	99.9	99.9	99.9
Chemicals								
VOC		Consolidated	t	125	127	138	136	103
NO _x		Consolidated	t	20	18	22	25	20
SO _x		Consolidated	t	16	14	7	10	8
Social		Scope	Unit	FY2019	FY2020	FY2021	FY2022	FY2023
Employee Demographics								
Consolidated	Male	Consolidated	Person	—	15,950	16,727	17,125	16,862
	Female	Consolidated	Person	—	6,420	6,674	6,629	6,457
	Total	Consolidated	Person	—	22,370	23,401	23,754	23,319
	Percentage of women	Consolidated	%	—	28.7	28.5	27.9	27.7
Engineers (STEM-related positions)	Male	Non-consolidated	Person	—	—	2,145	2,144	2,247
	Female	Non-consolidated	Person	—	—	139	124	152
	Percentage of women	Non-consolidated	%	—	—	6.1	5.5	6.3
	Japan	Consolidated	Person	5,427	5,844	6,015	6,262	6,575
Consolidated (by area)	Asia	Consolidated	Person	15,592	15,988	16,816	16,846	16,016
	America	Consolidated	Person	196	176	185	183	156
	Europe	Consolidated	Person	372	362	385	463	572
	Number of consolidated foreign employees	Consolidated	Person	16,365	16,402	17,242	17,354	16,606
Management Demographics								
Total number of employees in management positions (including junior, middle and senior classes)	Male	Consolidated	Person	1,454	1,608	1,089	1,134	1,205
	Female	Consolidated	Person	187	186	131	163	180
	Total	Consolidated	Person	1,641	1,794	1,220	1,297	1,385
	Percentage of women	Consolidated	%	11.4	10.4	10.7	12.6	13.0
Average Years of Service								
Average years of service	Male	Non-consolidated	Years	15.7	15.7	15.9	15.7	15.6
	Female	Non-consolidated	Years	10.0	10.9	11.4	11.8	12.4
	Total	Non-consolidated	Years	15.0	14.7	14.9	14.9	14.9

Social		Scope	Unit	FY2019	FY2020	FY2021	FY2022	FY2023
Recruitment								
Number of new employees (total)	Non-consolidated	Person		186	130	207	269	249
	Total	Non-consolidated	Person	172	111	131	180	163
Number of new graduates employed	Male	Non-consolidated	Person	111	83	95	137	130
	Female	Non-consolidated	Person	61	28	36	43	33
	Total	Non-consolidated	Person	14	19	76	89	86
Number of mid-career hires	Male	Non-consolidated	Person	12	18	69	81	77
	Female	Non-consolidated	Person	2	1	7	8	9
Percentage of mid-career hires	Non-consolidated	%		7.5	14.6	36.7	33.1	34.5
Age Groups								
Percentage of employees by age group	Under 30 years old	Consolidated	%	—	27.7	28.4	31.4	29.1
	31-50 years old	Consolidated	%	—	62.3	60.9	56.9	58.1
	51 years old or older	Consolidated	%	—	10.0	10.7	11.7	12.8
	Male	Consolidated	Age	—	36.8	37.4	37.9	38.7
Average age (consolidated)	Female	Consolidated	Age	—	33.9	34.2	35.0	35.5
	Total	Consolidated	Age	—	36.0	36.5	37.1	37.7
People with Disabilities								
Percentage of employees with disabilities	Consolidated (Japan)	%		2.33	2.33	2.30	2.38	2.27
Salary								
Executive level*1 (base salary only)	Male	Non-consolidated	Yen	32,836,620	27,770,004	26,791,380	24,582,406	28,235,916
	Female	Non-consolidated	Yen	—	0	0	0	0
	Difference Ratio*2	Non-consolidated	%	—	—	—	—	—
Management level (base salary only)	Male	Non-consolidated	Yen	7,922,556	7,843,080	7,823,748	8,238,501	9,723,126
	Female	Non-consolidated	Yen	7,080,000	7,260,000	7,054,800	7,714,420	9,788,307
	Difference Ratio*2	Non-consolidated	%	89	93	90	94	101
Non-managerial level (base salary only)	Male	Non-consolidated	Yen	5,475,650	5,549,082	5,545,128	5,653,390	6,073,645
	Female	Non-consolidated	Yen	3,122,662	3,306,399	3,427,186	3,603,169	4,040,877
	Difference Ratio*2	Non-consolidated	%	57	60	62	64	67
Average benefit amount during the year - full-time employees	Non-consolidated	Yen		7,602,976	7,500,300	7,712,674	8,563,727	8,920,579
Uptake of Available Systems								
Percentage of annual paid leave taken	Non-consolidated	%		81.9	63.3	72.9	80.1	81.7
Number of employees using the parental leave system	Male	Non-consolidated	Person	8	17	35	48	55
	Female	Non-consolidated	Person	62	48	52	47	35
	Total	Non-consolidated	Person	70	65	87	95	90
Acquisition rate of childcare leave	Male	Non-consolidated	%	6.4	15.4	30.2	42.9	55.6
	Female	Non-consolidated	%	100	100	100	100	100
Return to work rate for childcare leave	Non-consolidated	%		89.8	91.7	96.6	97.8	98.9
Human Capital Development								
Average annual educational development hours per capital	Non-consolidated	Hours		—	—	12.7	13.2	9.6
Average annual educational development cost per capital	Non-consolidated	Yen		—	—	23,000	40,118	33,142
Average annual educational development hours per capital	Consolidated	Hours		—	—	—	—	—
Average annual educational development cost per capital	Consolidated	Yen		—	—	—	12,471	14,023
Accidents and Diseases								
Accident frequency rate	Consolidated	%		0	0.041	0.037	0.018	0.116
Accident intensity rate	Consolidated	%		0	0.00114	0.00159	0.00021	0.00215

*1 Executive level: internal directors and executive officers

*2 Formulas for calculating the difference ratio between male and female salaries: Average female salary / Average male salary x 100

Governance		Scope	Unit	June 2020	June 2021	June 2022	June 2023	June 2024
Top Management								
	Total*1	Non-consolidated	Person	11	11	13	13	14
	Independent directors*1	Non-consolidated	Person	5	5	7	7	7
	Female directors*1	Non-consolidated	Person	1	1	2	2	2
	Non-Japanese directors*1	Non-consolidated	Person	0	0	1	1	1
	Average age*2	Non-consolidated	Age	59.5	60.2	61.0	61.8	61.5
	Enrollment period as chief executive officer	Non-consolidated	Years	0	1	2	3	4
	Average tenure of directors*3	Non-consolidated	Years	4.2	4.0	4.2	3.8	4.5

*1 Number of persons elected or appointed at the General Meeting of Shareholders in June each year.

*2 Age of those who are elected or appointed at the General Meeting of Shareholders in June each year.

*3 The term of office for newly appointed directors is counted as 0. The tenure for directors, who were formally corporate auditors and then appointed as directors (members of the Audit & Supervisory Committee) includes years in office as corporate auditors.

ESG Data

<https://www.rohm.com/sustainability/esg>

Independent Assurance Statement

To present society with information with even greater transparency and reliability, the environmental impact data contained in this report has undergone third-party verification by Bureau Veritas Japan Co., Ltd.

INDEPENDENT ASSURANCE STATEMENT

To: Rohm Co., Ltd.

Bureau Veritas Japan Co., Ltd. (Bureau Veritas) has been engaged by Rohm Co., Ltd. (Rohm) to provide limited assurance over its sustainability information selected by Rohm. This Assurance Statement applies to the related information included within the scope of work described below.

Selected Information

The scope of our work was limited to assurance over the following information (the "Selected Information")

- The following environmental data included within ROHM Integrated Report 2024, CDP Reports (the Report) and Sustainability Website (the "Website") for the period of April 1, 2023 through March 31, 2024:
 - Greenhouse gas emissions (Scope 1 and Scope 2): CO₂ from energy, N₂O, HFC, PFC, SF₆ and NF₃ emissions use through business operations of Rohm Group's 15 sites within Japan and 9 sites outside Japan
 - Greenhouse gas emissions (Scope 3) emissions of category 4 within the boundaries defined by Rohm
 - Water: Water input volume, Water discharge volume and Water recovery and recycling rate through business operations of Rohm Group's 15 sites within Japan and 9 sites outside Japan
- The following environmental data reported internally to Rohm Group only for the purpose of internal management for the period of April 1, 2023 through March 31, 2024:
 - Energy use, Volume of water recovered and recycled and Total volume of water used through business operations of Rohm Group's 15 sites within Japan and 9 sites outside Japan

Reporting criteria

The Selected Information included within the Report needs to be read and understood together with the reporting criteria stated in the Report.

The Selected Information included within the Website needs to be read and understood together with the reporting criteria stated in the Website.

The Selected Information reported internally to Rohm Group only for the purpose of internal management needs to be read and understood together with the internal reporting criteria defined by Rohm.

Limitations and Exclusions

Excluded from the scope of our work is any verification of information relating to:

- Activities outside the defined verification period;
- Any other information within the Report, which is not listed as the "Selected Information";
- Any other information within the Website, which is not listed as the "Selected Information".

Ref: BVU_20711917

changes in business activities, acquisitions and disposals

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement.
Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Verified greenhouse gas emissions

We performed our verification work on greenhouse gas emissions data in accordance with the requirements of ISO 14064-3:2019.

Verified data in greenhouse gas assertion made by Rohm are as follows:

Scope	Greenhouse gas emissions [tCO ₂ e]	Boundary
Scope 1	180,771	CO ₂ from energy use, N ₂ O, HFC, PFC, SF ₆ and NF ₃ emissions through business operations of Rohm Group's 15 sites within Japan and 9 sites outside Japan for the period of April 1, 2023 through March 31, 2024
Scope 2 (market-based)	484,414	
Scope 3 (Category 4)	35,320	Emissions of category 4 within the boundaries defined by Rohm for the period of April 1, 2023 through March 31, 2024

Conclusion

On the basis of our methodology and the activities described above:

- Nothing has come to our attention to indicate that the Selected Information has not been properly prepared, in all material respects, in accordance with the Reporting Criteria;
- It is our opinion that Rohm has established appropriate systems for the collection, aggregation and analysis of quantitative data within the scope of our work.

Statement of Independence, Integrity and Competence

Bureau Veritas is an independent professional services company that specialises in quality, environmental, health, safety and social accountability with over 190 years history. Its assurance team has extensive experience in conducting verification over environmental, social, ethical and health and safety information, systems and processes.

Bureau Veritas operates Quality Management System which complies with the requirements of globally recognized quality management standard, and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards, quality reviews and applicable legal and regulatory requirements which we consider to be equivalent to ISO 9001:2015.

Bureau Veritas has implemented and applies a Code of Ethics, which meets the requirements of the International Federation of Inspection Agencies (IFIA)¹, across the business to ensure that its employees maintain integrity, objectivity, professional competence and due care, confidentiality.

¹ International Standard on Quality Management 1 & 2

² International Federation of Inspection Agencies - Compliance Code - Third Edition

Ref: BVU_20711917

This limited assurance engagement relies on a risk based selected sample of sustainability data and the associated limitations that this entails. This independent statement should not be relied upon to detect all errors, omissions or misstatements that may exist.

Responsibilities

The preparation and presentation of the Selected Information in the Report and the Website are the sole responsibility of the management of Rohm.

Bureau Veritas was not involved in the drafting of the Report, of the Website, or of the Reporting Criteria.

Our responsibilities were to:

- obtain limited assurance about whether the Selected Information has been prepared in accordance with the Reporting Criteria;
- form an independent conclusion based on the assurance procedures performed and evidence obtained; and
- report our conclusions to the Directors of Rohm.

Assessment Standard

We performed our work in accordance with International Standard on Assurance Engagements (ISAE) 3000 (Revised), Assurance Engagements Other than Audits or Reviews of Historical Financial Information (Effective for assurance reports dated on or after December 15, 2015) issued by the International Auditing and Assurance Standards Board.

For the greenhouse gas emissions data, we undertook verification in accordance with the requirements of ISO 14064-3 (2019) Greenhouse gases - Part 3: Specification with guidance for the verification and validation of greenhouse gas statements.

Summary of work performed

As part of our independent verification, our work included:

- Conducting interviews with relevant personnel of Rohm;
- Reviewing the data collection and consolidation processes used to compile Selected Information, including assessing assumptions made, and the data scope and reporting boundaries;
- Reviewing documentary evidence provided by Rohm;
- Reviewing Rohm systems for quantitative data aggregation and analysis;
- Verification of sample of data back to source by carrying out five physical site visits and one remote audit, selected on a risk based basis at the following locations:

[Physical site visits]

- ROHM CO., LTD. HEAD OFFICE
- LAPIS SEMICONDUCTOR CO. LTD. MIYAZAKI PLANT
- LAPIS SEMICONDUCTOR CO. LTD. MIYAZAKI PLANT
- ROHM APOLLO CO., LTD. CHIRUGO FACTORY
- ROHM Integrated Systems (Thailand) Co., Ltd.

[Remote audits]

- ROHM Electronics Dallas Co., Ltd.

- Performing a selection of aggregation calculations of the Selected Information;
- Comparing the Selected Information to the prior year amounts taking into consideration

Ref: BVU_20711917

professional behavior and high ethical standards in their day-to-day business activities. We consider this to be equivalent to the requirements of the IESBA code¹.

Bureau Veritas Japan Co., Ltd.

Yokohama, Japan

July 5, 2024

¹ Code of Ethics for Professional Accountants issued by the International Ethics Standards Board for Accountants

Ref: BVU_20711917

Glossary

Term	Meaning
ADAS	Stands for Advanced Driver Assistance System, which is a system that helps drivers operate their automobiles.
BCM	Stands for Business Continuity Management.
BCP	Stands for Business Continuity Plan.
Core position staff*	Job categories that play a core role in business strategy through corporate planning, R&D, etc.
CVC	Stands for Corporate Venture Capital, which is a program whereby a business firm uses its own funds to support or invest primarily in nonpublic emerging companies (start-ups).
FAE	Stands for Field Application Engineer, which is a job in which an individual who does not belong to the product development division is responsible for selling products to particular regions or customers. This position is held by an engineer who provides customers with technical support for products and various applications.
Flexible line*	A production line that can manufacture various products on the same production line without human intervention.
FMEA	Stands for Failure Mode and Effects Analysis. A method for evaluating and eliminating risks associated with products and manufacturing processes at the design stage.
GaN	Stands for Gallium Nitride, which is a compound semiconductor material used in next-generation power devices. This substance is superior to silicon, which is the material normally used in semiconductors, in its physical properties, and it is starting to be used for its high-frequency properties.
ICP	Stands for Internal Carbon Pricing. A system for companies to set their own carbon prices for CO ₂ emissions.
IDM	Stands for Integrated Device Manufacturer. This means that the manufacturer has all the facilities necessary for doing everything in-house, from product development through manufacturing.
IGBT	Stands for Insulated Gate Bipolar Transistor, which is a transistor that combines a MOSFET and a bipolar transistor. It has both low on resistance and relatively rapid switching, and it is currently used in a broad range of areas for voltage control of large power.
Limited position staff*	Job categories that ensure smooth execution of business operations through routine and essential work tasks.
MOSFET	Stands for Metal Oxide Semiconductor Field Effect Transistor. This type of transistor is commonly used in various electronic devices because it allows high-speed switching and low-power consumption compared with bipolar transistors.
MOT	Stands for Management of Technology. An academic discipline for management methods, focusing on technological R&D and continuous innovation.
OSAT	Stands for Outsourced Semiconductor Assembly and Test. A manufacturer that undertakes assembly and testing, which are post-processes in the manufacturing of semiconductors.
PFC	Stands for Perfluorocarbon. PFCs, which are a type of fluorine, are compounds comprising carbon and fluorine and are generated in the semiconductor wafer manufacturing process. PFCs cause global warming.
PME*	Stands for Product Marketing Engineer. A person who possesses full knowledge of advanced technology and authority for new product development. This position is affiliated with the product development division and is responsible for both planning and sales of products developed by the development division.

* ROHM's terminology

Participation in Sustainability Initiatives and External Evaluations

Participation in Sustainability Initiatives

United Nations Global Compact (UNGC)

The UNGC is an international initiative for companies and other organizations that strives to realize a sustainable society by exercising responsible and innovative leadership across the ten principles in the four areas of "human rights," "labor," "environment," and "anti-corruption." ROHM became a signatory in May 2011 and supports the ten UNGC principles.



Task Force on Climate-related Financial Disclosures (TCFD)

With the aim of achieving a carbon-free society, ROHM expressed support for the TCFD recommendations in September 2021. In recognition that "climate change" is one of the most important issues affecting our business activities, we are disclosing information in line with the TCFD recommendations and striving to realize a sustainable society.



Science Based Targets initiative (SBTi)

The GHG emissions reduction targets that ROHM has set for FY2030 were recognized as having a scientific basis for achieving the 2°C target of the Paris Agreement, and ROHM received certification for "1.5°C level" from SBTi. Rather than merely striving to solve societal issues by contributing to energy savings and miniaturization with semiconductors, we recognize that it is also essential to reduce environmental impact across all our business activities including manufacturing processes, and we are actively using renewable energy and installing environmentally friendly production equipment throughout the entire Group.



International Initiative RE100 (Renewable Energy 100%)

ROHM has been a member of RE100 since April 2022, which is an international corporate initiative that aims to use 100% renewable energy for electricity used in business operations. We are working to gradually increase the amount of renewable energy introduced and aim to achieve the goal of 100% renewable electricity use for all our business activities in Japan and overseas by FY2050.



Japan Climate Initiative (JCI)

ROHM participates in the JCI, a network for realizing a carbon-free society. JCI was established to strengthen information sharing and exchange of opinions among companies, local governments and NGOs that are actively engaged in climate change measures in Japan.



External Evaluations



Selected as a constituent of the "FTSE4Good Index Series" and "FTSE Blossom Japan Index"

ROHM has been selected as a constituent of the "FTSE4Good Index," developed by the British company FTSE Russell, for 21 consecutive years. Additionally, ROHM has been selected as a constituent of the "FTSE Blossom Japan Index" for the seventh straight year. The index was selected by the Government Pension Investment Fund (GPIF) in 2017 as an ESG Index in Japanese stocks.



Selected as a constituent of the "FTSE Blossom Japan Sector Relative Index"

The FTSE Blossom Japan Sector Relative Index is designed to be sector-neutral, reflecting the relative performance of Japanese companies that excel in environmental, social and governance (ESG) in their respective sectors. In order to facilitate the transition to a low-carbon economy, for companies with particularly high GHG emissions, only those that are recognized for their improvement efforts by the TPI Management Quality Score are included.



Selected as S&P Global's "Sustainability Yearbook Member"

ROHM was selected by US firm S&P Global as a "Sustainability Yearbook Member" in "The Sustainability Yearbook 2024," which lists companies with outstanding sustainability performance, as one of the top 15% of firms in the Semiconductors & Semiconductor Equipment Industry category. S&P Global annually assesses the sustainability performance of the world's leading companies from "economic," "environmental," and "social" perspectives based on their proprietary Corporate Sustainability Assessment (CSA) methodology and lists leading companies demonstrating particular excellence in each industry in "The Sustainability Yearbook." In FY2023, they evaluated more than 9,400 companies worldwide in 62 industries.



Received AA in "MSCI ESG Ratings"

ROHM has received an AA rating from US firm Morgan Stanley's group company MSCI in their ESG Rating. MSCI makes its evaluations based on key ESG issues tackled by the company considering the ESG issues faced in their industries.



Awarded "Silver" in EcoVadis' Sustainability Rating

ROHM was awarded "silver" for EcoVadis' Sustainability Rating in 2023. EcoVadis is a third-party organization that evaluates and monitors the sustainability of supplier companies, assessing the CSR activities of more than 100,000 organizations and companies in 175 countries and 200 industries from four perspectives: environment, labor & human rights, ethics, and sustainable procurement.



Selected for the highest rating "A List" in CDP's Water Security Questionnaire

For the third consecutive year, ROHM has been selected for CDP's "Water A List," the highest rank in a questionnaire on water resource management conducted by CDP, an international environmental NPO. Additionally, in the climate change category, we scored an A- (leadership level) for our advanced activities. CDP surveys about 23,000 companies worldwide and rates them on a scale of A to D- based on how effectively they are addressing issues such as climate change, deforestation, and water security.



Certified as "Health and Productivity Management Organization - White 500"

ROHM has been certified as a "Health and Productivity Management Organization" by the Ministry of Economy, Trade and Industry and Nippon Kenko Kaigi (Japan Health Council) for the seventh consecutive year. This is a program that honors companies, including large corporations and small and medium-size enterprises, that are practicing particularly excellent health management based on initiatives that align with local health issues and health promotion efforts promoted by the Japan Health Council.

Statement of Authenticity



Motohiro Ando

Corporate Officer, in charge of Finance and
Director of Corporate Strategy Headquarters

ROHM annually publishes the Integrated Report as a tool for communication with shareholders, investors, and other stakeholders, with the aim of furthering understanding of our efforts to realize sustainable corporate value enhancement.

The IR Division of the Corporate Strategy Headquarters plays a central role in producing this report, in cooperation with management and related departments through regular meetings. This report is used to explain ROHM's vision, and the medium-to long-term management strategies to achieve it, and is used in IR meetings with shareholders and investors. The evaluations and opinions obtained from the dialogue at this time are fed back to the Board of Directors for serious consideration and continuous improvement, so that they can be reflected in the planning of the following year's Integrated Report.

The "ROHM Integrated Report 2024" describes specific financial and non-financial strategies based on the Medium-Term Management Plan "Moving Forward to 2025," and the value creation process toward becoming a major global player in FY2030, while firmly inheriting the company's founding spirit, including the Company Mission and emphasis on the field. In particular, we have clearly defined the type of person and organization we seek as we promote human capital management. As a further feature, we have enhanced the financial logic tree by holding internal discussions to identify how non-financial strategies can lead to increased shareholder value (PBR improvement). The tree charts the logic by which financial indicators such as sales growth rate and WACC, as well as non-financial indicators such as decarbonization-related indicators and employee engagement, can be improved, leading to improved ROE, higher PER, and enhanced shareholder value. We hope we can gain the understanding of our stakeholders.

As the person responsible for the publication of this Integrated Report, I declare that it has undergone due process and that the information contained in it is accurate.

The Integrated Report is a self-assessed report card on management. However, it should not end unilaterally; external feedback through dialog is vitally important. We believe that this report provides a valuable opportunity to reflect on our company and improve the quality of our management. We would like to thank all of our stakeholders for their candid opinions and requests.

Company Information/Stock Information

Company Name	ROHM Co., Ltd.	Total Number of Shares Authorized to be Issued	1,200,000,000
Date Established	September 17, 1958	Total Number of Shares Issued	412,000,000 (Including 26,039,364 shares of treasury stock)
Headquarters	21 Saiin Mizosaki-cho, Ukyo-ku, Kyoto 615-8585, Japan Tel: +81-75-311-2121 Fax: +81-75-315-0172	Total Number of Shareholders	78,819 (as of March 31, 2024)
Capital	86,969 million yen (fiscal year ended March 2024)	Listing Stock Markets	Prime Section, Tokyo Stock Exchange
Representative	President Isao Matsumoto	Securities Code	6963
Sales Volume	Consolidated 467,780 million yen (fiscal year ended March 2024)	Administrator of the Registry of Shareholders	Mitsubishi UFJ Trust and Banking Corporation
Number of Employees	Consolidated 23,319 (as of March 31, 2024)	Independent Auditor	Deloitte Touche Tohmatsu LLC

Major Shareholders (Top 10 Shareholders)

(As of March 31, 2024)

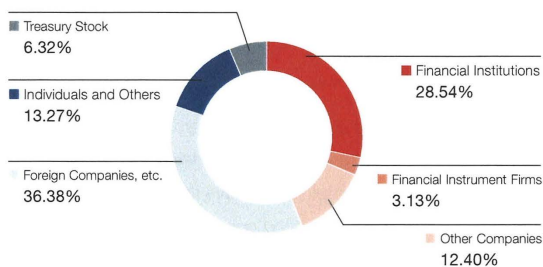
Name	Number of Shares Held (Thousands of shares)	Ownership (%)
The Master Trust Bank of Japan, Ltd. (Trust account)	57,278	14.84
Rohm Music Foundation	41,540	10.76
Custody Bank of Japan, Ltd. (Trust account)	30,497	7.90
The Bank of Kyoto, Ltd.	10,427	2.70
STATE STREET LONDON CARE OF STATE STREET BANK AND TRUST, BOSTON SSBTC A/C UK LONDON BRANCH CLIENTS - UNITED KINGDOM	7,374	1.91
STATE STREET BANK WEST CLIENT - TREATY 505234	6,569	1.70
BBH FOR FINANCIAL INVESTORS TRUST-SEAFARER OVERSEAS GROWTH AND INC FD	6,000	1.55
SSBTC CLIENT OMNIBUS ACCOUNT	5,477	1.41
STATE STREET BANK AND TRUST COMPANY 510312	5,351	1.38
STATE STREET BANK AND TRUST COMPANY 505223	4,783	1.23

Notes 1. The percentages of ownership are rounded to the nearest hundredth.

2. 26,039 thousand shares of treasury stock are excluded from the list above. Treasury stock does not include the company's shares held by the ESOP trust (19 thousand shares).

3. Ownership is calculated by deducting the number of treasury stock from the total number of shares issued.

Breakdown of Shareholders



For further information, please visit:
<https://www.rohm.com/ir/stock>

FAQ from Investors

Q 1 You have claimed that you will seek to become a major global player in FY2030. What exactly do you mean by a major global player?

Answer

We will further expand sales and increase our share in overseas markets, aiming to become a company that is recognized globally as a household name for power and analog products. Specifically, our goal is to become one of the world's top 10 companies in the field of power and analog semiconductors and achieve sales of 1 trillion yen. (→P.12 Message from the President)

Q 2 Could you please explain the reasons for the year-on-year decline in sales and profits for FY2023? Are the financial targets in the Medium-Term Management Plan achievable?

Answer

In FY2023, sales and profits declined year-on-year amid the slowdown in the overall market and inventory adjustments by customers. Sales in the automotive market, which we focus on, increased, but sales ultimately fell year-on-year in all other markets, including industrial equipment. Due to higher fixed costs stemming from active investments in the SiC power devices business, the operating profit margin also narrowed. In order to achieve our Medium-Term Management Plan targets, we must ensure an earnings recovery in the plan's final year of FY2025. To do so, we have conducted a close scrutiny in FY2024 and have left our targets in place after determining they are not impossible to achieve. (→P.12 Message from the President; P.30 Message from the Corporate Officer in Charge of Finance)

Q 3 EV production volumes are floundering. What is the impact on the SiC power devices business? How will ROHM set itself apart from peers going forward?

Answer

Amid the increasing electrification of automobiles worldwide, it is noted that EV growth in some markets is slowing due to smaller subsidies by various governments and demand winding down in FY2023. However, ROHM believes that the shift to EVs is entrenched over the medium- to long-term and will be a key driver to realizing a carbon-free society. We aim to capture the top market share based on the three strengths of (1) stable supply of high-quality products through IDM, from materials to finished products, (2) industry-leading device performance of SiC MOSFETs, and (3) the ability to propose solutions combining peripheral components, including isolated gate driver ICs. (→P.50 Special Feature: Helping Solve Social Issues through Further Advancement of SiC Power Devices)

Q 4 Amid a tendency for the focus to fall on SiC power devices, what efforts are you taking to improve IC earnings?

Answer

Since it has become difficult to increase sales and development efficiency with only customization that meets individual customer requests, we are strengthening development of high-added-value ASSPs that meet the needs of multiple customers by deploying PMEs and identifying customer needs. Additionally, we designate ICs with especially strong sales growth and high added value as a strategic top 10 field, and are striving to lift the average IC unit price and expand profits by increasing the sales composition of those fields. (→P.52 Business Overview by Segment ICs)

Q 5 ROHM has invested 300 billion yen into the privatization of Toshiba. What synergies do you expect?

Answer

ROHM and Toshiba are not just collaborating in the manufacture of power devices but also have numerous overlapping business areas, such as analog ICs, logic, microcontrollers and small-signal devices. The categories of our key products are also similar, and we believe we can generate considerable synergies by complementing each other. Since June 2024, ROHM and Toshiba Electronic Devices & Storage have commenced discussions aimed at improving the corporate value of both companies through strengthening collaboration in various business activities including technological development, production, sales, procurement, and logistics. (→P.12 Message from the President)

Q 6 What was the background behind the appointment of new directors?

Answer

We have welcomed one new Director and one new Outside Director. Mr. Aoki, our new Director, has experience working in sales divisions for many years and has superior ability to drive global marketing and sales strategy. We expect him to further strengthen communication with our sales forces. Ms. Kozaki, our new Outside Director, has abundant experience nurturing new businesses as an expert on sustainable finance. We expect her to advise on realizing management that integrates financial and non-financial aspects on the Board of Directors and the Sustainability Management Committee. (→P.77 Messages from New Directors)



www.rohm.com

Note : This report is a translation of the Japanese integrated report. The original version of this report is written in Japanese. In the event of any discrepancies in words, accounts, figures, or the like between this report and the original, the original Japanese version shall govern.

67C7392E 11.2024 ©2024 ROHM Co., LTD