## Roundtable Discussion with Outside Directors and a Corporate Auditor









Under the group mission "Space for your Smile," SKY Perfect JSAT Holdings is working to achieve medium- to long-term growth. On the occasion of the appointment of new outside directors Setsuko Aoki and Katashi Toyota, who have in-depth knowledge related to the Space Business, which holds the key to future growth, a group of four officers of SKY Perfect JSAT Group, including Aoki, Toyota, and Atsuhiko Ohe, a full-time corporate auditor, sat down to discuss the future of the Group, with Kimiko Ohga, also an outside director, serving as facilitator.

## Becoming an outside director

**Ohga** I Director Aoki and Director Toyota, I know you were appointed only a short time ago, but could you give us your impressions of SKY Perfect JSAT?

Aoki I I first became interested in SKY Perfect JSAT in the late 1980s, when Europe and the United States were beginning to develop national laws regarding space activities. At that time in Japan, the government's means of supervising private satellite launches and operations were limited to granting permission to establish satellite stations under the Radio Act. It was also a period of deregulation in the global telecommunications market, and I think it can be said that SKY Perfect JSAT's challenges during this period marked the dawn of the commercial use of space in Japan and laid the foundation for today's aspiration to become a space utilization powerhouse.

Since then, the Company has undergone many changes, including corporate consolidation, until it reached its present form. It was Japan's only satellite operator for a long time and is still the largest satellite communications company in Asia, even today, under intensifying competition in satellite communications in the region. From the outside, I was looking at SKY Perfect JSAT as a company with great potential, even limited to the Space Business alone. That's why it's such a pity to see the current position of the Company, which is quite unfortunate in some respects. Fortunately, the Space Business seems to be entering a new stage, so I hope we will not miss this opportunity to grow.

**Toyota** | First and foremost, I'm not yet comfortable at the Company since I've only been an outside director for less than a month. This is not necessarily a bad thing—I'm just saying that I'm still searching for the best role in which I can contribute to the Company.

Even as I search for my role, I will say that my impression of SKY Perfect JSAT is that the Media Business and the Space Business have been working well together, like the two wheels of a cart, and as far as I can see from the outside, the company has been growing relatively steadily.

Another impression I have of the Company is that President Yonekura and the rest of the management team, as well as the outside directors and corporate auditors, all have a very strong sense of urgency about the future of the Company. I hope that this sense of urgency will be a contributing factor in uniting us to face the challenges of the future.

## The future of the Space Business

Ohga | Thank you. As a follow-up, what are your thoughts on the past and future of the Space Business in Japan?

Aoki I think the biggest lesson about the Space Business is that even if an idea doesn't work the first time, you shouldn't immediately give up. Because of the rapid pace of progress in space technology, what was not possible in the past may be achieved with new technology in subsequent years. A good example is the idea of a constellation of low-earth orbit satellites, which failed at the end of the 20th century but revolutionized the use of space two decades later. Don't throw

away ideas easily; hold on to them. It's important to seize business opportunities by making the most of them when the time is right.

**Toyota** I Even leaving aside the Space Business, I think we need to keep in mind that it's extremely difficult to predict the future. The predictions I see and hear from military professionals about the future of military and international affairs are almost always wrong. Similarly, it's important to try to predict future trends in space issues and media issues, but I think we need to keep in mind how hard this is to do. The Company has drawn up a plan targeting the year 2030, which I have seen. The plan is not rigidly tied down to details, which, in a way, I felt was quite wise. Considering that it has become more difficult than ever to predict the future, I think it's extremely important to leave room for major revisions to the plan in the event of future business problems.

Aoki In terms of specific Space Businesses, I believe that various low-earth orbit businesses are about to become very active. Whether SKY Perfect JSAT can win in this environment, I think, depends on how aggressively we can advance our innovative data businesses. We can't do everything on our own, so M&A and headhunting may be necessary. Over the next decade, the location of satellites in low earth orbit may gradually become a vested interest, and I think it will be important to coordinate this with other companies.

Ohga I have been saying for some time now that one of our problems is a lack of space experts among our outside directors who will strengthen the Space Business as a future core business, but now that we have the two of you as outside directors, we will have the benefit of your pertinent observations on specific topics. As we continue to think about the future of SKY Perfect JSAT, I think your insights and observations will become even more important.

**Ohe |** Director Aoki's remarks reaffirmed for me the importance of securing human resources with extremely advanced specialized skills such as Al analysis and big data analysis. While utilizing people within the company, I think it is also important to appropriately recruit outside talent to fit into our future businesses and for all employees to talk freely about their business dreams.

## Governance

Ohga When the Tokyo Stock Exchange was restructured, we decided to list SKY Perfect JSAT on the Prime Market. I also serve as an Audit and Supervisory Board member at other companies, and I have been keeping a close eye on how the market as a whole is responding. I was very impressed with how quickly and meticulously SKY Perfect JSAT implemented necessary measures, including Corporate Governance. Governance is closely monitored by the Board of Directors, and the structure and activities of the corporate auditors make a significant contribution. Director

Toyota, do you have any comments on the governance of the Company?

Toyota | When it comes to governance, I think it is a very difficult issue to find the right balance or equilibrium where you're neither running amok nor atrophying. Just recently, there was a case of another company whose top management was running amok. Everyone is talking about the organization of governance and the proper meaning of rules, but from what I can see, SKY Perfect JSAT is the furthest thing from top management running amok. In fact, there is even concern that strict application of rules may be limiting our management freedom.

When making a decision, it's very important not only to avoid making a wrong decision, but to ensure that if it turns out to be a wrong decision, there is a path available to change course immediately. In the case of SKY Perfect JSAT, I'm concerned that governance is too tightly entrenched rather than out of control, and I wonder if the company will be able to change easily when a major course correction is required.

Ohga | Regarding ESG, a company-wide compliance system is in place, and various measures are being implemented. Given our size, I think we are well prepared to comply with various rules, such as the Governance Code and the TCFD.

Ohe | As Director Toyota pointed out, our governance is too conservative in some areas. I think this is because the Governance Code's Supplemental Principles and so on, which are quite detailed, were taken too seriously at SKY Perfect JSAT, under the idea that listed companies should comply with them as best practices, as some have advocated. However, the original intention of the Governance Code was to achieve sustainable growth and improve corporate value while taking appropriate risks under a strong autonomous governance function. I believe that governance will need to evolve in the future, striking a balance between defense and offense.

Aoki | A company's role is to make a profit, return profits to shareholders, and provide a living to its employees and their families. That is its basic purpose. It seems to me that devoting resources to complying with excessively detailed ethical codes is not the proper job of a company. Taking on challenges and developing new businesses requires a bold stance, so I think the proper role of governance of SKY Perfect JSAT is to create a place where employees can operate freely and independently, knowing that the company will protect them.

Ohga Thank you for a valuable discussion. I appreciate your valuable insights into future challenges and respect in the Space and Media Businesses, as well as governance, and I look forward to you expressing these same opinions at our Board of Directors meeting.