



April 27, 2011

Company: JVC KENWOOD Holdings, Inc.  
Representative: Haruo Kawahara, Chairman, President and CEO  
(Code:6632; First Section of the Tokyo Stock Exchange)  
Contact: Hisayoshi Fuwa, Director and CFO  
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## **Notice on Changes of Representative Directors and Directors of the Board Associated with Management Structural Reform of JVC Kenwood Group**

JVC KENWOOD Holdings, Inc. (JVC Kenwood) announces that at the meeting of its board of directors held today it has decided to implement a management structural reform, aiming to merge three operating companies of the JVC Kenwood Group. It has also decided to change its representative director, change the directors of JVC Kenwood, and change the representative directors and directors of Victor Company of Japan, Limited (JVC), Kenwood Corporation (Kenwood) and J&K Car Electronics Corporation (J&K Car Electronics), which are operating companies and subsidiaries of the JVC Kenwood. These decisions are effective as of May 1, 2011, and their details are as follows:

### **1. Overview of the Management Structural Reform of the Group**

JVC Kenwood's operating results for the fiscal year ended March 2011 have improved and it has acquired stable funds after intensive efforts to produce synergistic effects and drive forward with various structural reforms since the management integration implemented on October 1, 2008. The JVC Kenwood Group excluded the "Notes to Financial Statements Regarding Going Concern" announced today in the "Accounting Report for the Fiscal Year Ended March 2011".

JVC Kenwood and three operating companies will merge in October 2011, and thus in order to accelerate the growth strategy for profitable growth as an integrated company, JVC Kenwood Group has decided to establish an integrated management organization structure effective as of May 1, 2011. This structure will allow speedy and flexible responses to be taken accompanying changes in the business environment.

#### **(1) Top management of JVC Kenwood**

The current unified control structure of Chairman, President and CEO will shift to a structure in which integrated management and preparations for the merger and integration are separated from business operations.

Haruo Kawahara	Chairman, Representative Director of the Board and Senior Executive Officer Responsible for Integrated Management, Chairman of Merger/Integration Preparation Committee, Chairman of the Board of Directors
Hisayoshi Fuwa	President, Representative Director of the Board and Chief Executive Officer (CEO), Chairman of the Growth Strategy Note that Satoshi Fujita is appointed as Chief Financial Officer (CFO).

#### **(2) Reorganization of management structure of operating companies and Establishment of COO for business groups**

The management structure by operating company is to be reorganized and four Business Groups established corresponding to the four business segments. The CEO will serve as President of three operating companies, and under the CEO, a Chief Operating Officer (COO) is to be deployed in each Business Group. The COOs will substantively perform business

operations in their respective groups.

Shoichiro Eguchi	COO of Car Electronics Business Group
Kazuhiro Aigami	COO of Professional Systems Business Group
Hisayoshi Fuwa	COO of Home & Mobile Electronics Business Group
Masaki Imai	COO of Soft Entertainment Business Group

### **(3) Establishment of Merger/Integration Preparation Committee and Growth Strategy Promotion Conference**

To move forward with the integrated management system, the Merger/Integration Preparation Committee, which will promote company-wide preparations for merger and integration under the Board of Directors of JVC Kenwood, and the Growth Strategy Promotion Conference, which will drive forward strategic investments and group-wide growth strategy as well as the mid-term business plan under the CEO, are to be established.

## **2. Change in Representative Director of JVC Kenwood (effective as of May 1)**

### **President, Representative Director of the Board newly appointed:**

Name:	Hisayoshi Fuwa
New duties:	President, Representative Director of the Board and Chief Executive Officer (CEO)
Current duties:	Director of the Board and Chief Financial Officer (CFO)
Date of birth:	Jul. 6, 1949
Shares held:	10,600 (as of March 31, 2011)
Career:	Apr. 2003 General Executive of Corporate Strategic Planning Division, TOSHIBA CORPORATION
	Jun. 2003 Senior Vice President & Executive Officer of TOSHIBA CORPORATION (General Executive of Corporate Strategic Planning Division)
	Jun. 2007 President, Representative Director of the Board of TOSHIBA CARRIER CORPORATION
	Jun. 2010 to now Director of the Board of JVC Kenwood in charge of Management Strategy, Chief Financial Officer (CFO), General Executive of Strategic Corporate Planning Division and General Manager of Business Affairs Office (Current)

## **3. Change in Directors of the Board and Executive Officers of JVC Kenwood (effective as of May 1)**

### **Directors of the Board**

Haruo Kawahara	Chairman, Representative Director of the Board and Senior Executive Officer Responsible for Integrated Management, Chairman of the Board of Directors
Hisayoshi Fuwa	President, Representative Director of the Board and Chief Executive Officer (CEO); President, Representative Director of the Board of JVC, President, Representative Director of the Board of Kenwood, and President, Representative Director of the Board of J&K Car Electronics
Shoichiro Eguchi	Director of the Board and Senior Executive Vice President & Executive Officer
Kazuhiro Aigami	Director of the Board and Executive Vice President & Executive Officer

### **Executive Officers**

Hisayoshi Fuwa	* Chief Executive Officer (CEO), COO of Home & Mobile Electronics Business Group, Chairman of Growth Strategy Promotion Conference
Haruo Kawahara	* Senior Executive Officer Responsible for Integrated Management
Shoichiro Eguchi	* Deputy President & Executive Officer, General Executive of Strategic Corporate Planning Division, COO of Car Electronics Business Group
Kazuhiro Aigami	* Senior Executive Vice President & Executive Officer, General Executive of Strategic Marketing Planning Division, COO of Professional Systems Business Group
Satoshi Fujita	Senior Vice President & Executive Officer, Chief Financial Officer (CFO), General Executive of Strategic Finance & Accounting Division
Hiroyuki Taki	Senior Vice President & Executive Officer, General Executive of Corporate Administration Division
Masachika Komiyama	Senior Vice President & Executive Officer, General Executive of Human Resources Management Division
Satoru Maeda	Senior Vice President & Executive Officer
	* Concurrently serving as Director of the Board of JVC Kenwood.

Yuta Ito, Director of the Board and Senior Vice President & Executive Officer of JVC Kenwood, President and Representative Director of the Board of JVC was resigned as of April 27, 2011.

#### 4. Change in Delegation of Representative Directors and Directors of the Operating Companies (effective as of May 1)

##### (1) JVC

Hisayoshi Fuwa	* President, Representative Director of the Board (Effective as of April 27) (Newly appointed)
Nobuo Ochiai	Director of the Board, General Executive of Global Production & Procurement Division of JVC Kenwood, and General Executive of Business Solution Division
Naokazu Kurihara	Director of the Board, Assistant to Fuwa COO, and General Executive of Projector Division
Tomohiko Yoshimura	Director of the Board, President of JVC Manufacturing Malaysia Sdn. Bhd.
	* Concurrently serving as Director of the Board of JVC Kenwood.

##### (2) Kenwood

Hisayoshi Fuwa	* President, Representative Director of the Board (Newly appointed)
Kazuhiro Aigami	* Representative Director of the Board
Toshikatsu Neda	Director of the Board, Assistant to Aigami COO, General Executive of Communications System Division
Jyunji Kobayashi	Director of the Board, Director of the Board of JVC America, Inc., Director of the Board of Kenwood U.S.A. Corporation
	* Concurrently serving as Director of the Board of JVC Kenwood.

##### (3) J&K Car Electronics

Hisayoshi Fuwa	* President, Representative Director of the Board (Newly appointed)
Shoichiro Eguchi	* Representative Director of the Board
Toshiaki Matsuzawa	Director of the Board, Assistant to Eguchi COO, General Executive of OEM Division
Makoto Inukai	Director of the Board, General Executive of Consumer Division
Yuichi Yamaya	Director of the Board, President of P.T. JVC Electronics Indonesia
	* Concurrently serving as Director of the Board of JVC Kenwood.

**5. Major Organizational Change**

**(1) Division and Reorganization of the Strategic Corporate Planning Division**

The Strategic Corporate Planning Division is to be split and reorganized into the Strategic Corporate Planning Division and the Strategic Marketing Planning Division.

**(2) Division and Reorganization of the Strategic Human Resources & Administration Division**

The Strategic Human Resources & Administration Division is to be split and reorganized into Human Resources Management Division and Corporate Administration Division.

**(3) Renaming of the Integrated Synergy Development Division associated with divided functions**

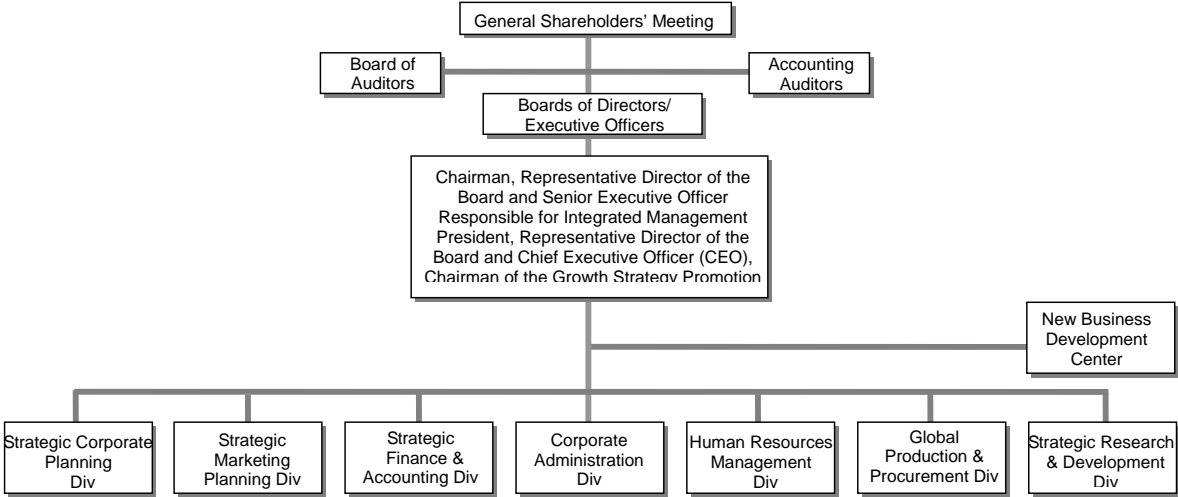
The division is to be renamed as Global Production & Procurement Division specializing in the production and procurement functions.

**(4) Strategic Research & Development Division**

The Intellectual Property Division is to be incorporated.

**(5) Organizational Structure and General Executives**

Simple Organization Chart



**General Executives**

**Major General Executives and General Managers**

- Hiroshi Kukimoto \* General Executive of New Business Development Center
- Shoichiro Eguchi \* General Executive of Strategic Corporate Planning Division
- Kazuhiro Aigami \* General Executive of Strategic Marketing Planning Division
- Masachika Komiyama General Executive of Human Resources Management Division
- Hiroyuki Taki General Executive of Corporate Administration Division
- Nobuo Ochiai General Executive of Global Production & Procurement Division

\* Concurrently serving as Director of the Board or General Executive of the divisions.