

THE JAPAN SOCIETY

2018

ANNUAL GENERAL MEETING

TRUSTEE ELECTIONS

Notice of the 2018 Annual General Meeting
at the Embassy of Japan, London on Wednesday 18 July



THE JAPAN SOCIETY (THE "COMPANY")

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the ANNUAL GENERAL MEETING of the Company will be held on 18 July 2018 at 6.00pm at the Embassy of Japan, 101-104 Piccadilly, London W1J 7JT. The business of the meeting shall be to record thanks to Sponsors and Benefactors and to consider, and if thought fit, pass the following resolutions:

1. To receive and adopt the audited annual accounts of the Company for the financial year ended 31 December 2017 and the Trustees' Report.
2. To reappoint Richard Place Dobson as auditors and to authorise the Board to approve their remuneration as thought fit.
3. To elect Bill Emmott as Chairman of the Japan Society with effect from 1 January 2019.
4. To elect or re-elect Ordinary Trustees of the Japan Society to fill certain vacancies arising.



H C POTTER
Chief Executive

Dated: 29 June 2018

Registered office: 13/14 Cornwall Terrace, London NW1 4QP

NOTES

- 1 The full accounts may be seen on the Company's website (www.japansociety.org.uk) or may be requested in hard copy from the registered office.
- 2 A list of candidates for election or re-election to the vacancies as Ordinary Trustees, together with biographical details of the candidates, are also enclosed..
- 3 A member of the Company is entitled to appoint a proxy to exercise all or any of his or her rights to attend, speak and vote at the meeting. A form of proxy is enclosed with this notice. The proxy must be a member of the Company or, in the case of a corporate member, its authorised representative.
- 4 To be effective, the instrument appointing a proxy and any authority under which it is executed (or a certified copy of such authority) must be deposited at the registered office of the Company not less than 48 hours before the time for holding the meeting. Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
- 5 To comply with security policy at the Embassy of Japan, members are asked to notify the Society in advance of their intention to attend the AGM. Please bring a copy of your booking confirmation, together with some form of photographic ID with you to the meeting.

Appendix

Election of Trustees

The Board of the Company currently consists of a Chairman, two Vice-Chairmen, two appointed Officers (Solicitor and Treasurer), two ex officio Trustees (one additional Vice-Chairman, the deputy head of mission at the Japanese Embassy, and one Ordinary Trustee, a member of the Japanese Embassy) and eleven Ordinary Trustees.

As set out in the Articles of Association, the total number of Trustees on the Board should be no more than twenty, and there should be no fewer than four Ordinary Trustees.

One-third of the Ordinary Trustees is required to retire by rotation each year. Those who have retired by rotation may stand for re-election but no one may serve for longer than six consecutive years as a member of the Board.

The Board has appointed a nominations committee currently comprising David Warren (Chairman), Marie Conte-Helm, Andrew Fraser, Tetsuro Hama, Shinichi Iida (ex-officio Trustee) and Heidi Potter (Chief Executive). This committee reviews the skills that are required on the Board from time to time and the succession policy; and it makes recommendations to the Board on possible future appointments.

Sir David Warren will stand down as Chairman after serving for six years. Following a selection process by the nominations committee, your Board is most happy to recommend Bill Emmott, the former Chief Editor of *The Economist*, for this role. Bill's credentials are impeccable; as well as being an active member and Principal Benefactor of the Society, he headed *The Economist's* bureau in Tokyo 1983-86 and continues to be a regular visitor to the country. Sir David's term as Chairman took effect on 1 January 2013, so his formal term on the Board will end at the end of this year. It is therefore proposed that Bill Emmott be elected as Chairman with effect from 1 January 2019.

This year it is expected that, as a result of the requirement to retire by rotation and some resignations, there will be six vacancies for Ordinary Trustees which may be filled at the annual general meeting (the "AGM").

Three Ordinary Trustees, **Janet Hunter**, **Jason James**, and **Eiji Wakiwaka**, who will retire by rotation, have indicated that they are willing to stand for re-appointment. They are enthusiastic and valuable members of the Board, which warmly recommends their re-appointment.

There are three other people standing for election to the Board as Ordinary Trustees. **Tim Harding**, **Martin Hatfull**, and **Julie Rogers**; they share between them a varied experience and active involvement in developing links between Japanese and British communities which will be of great benefit to the Japan Society. The Board proposes their election. Biographical details of all six Ordinary Trustee candidates are set out in this Appendix.

Overall, there is one candidate for election as Chairman and six candidates for election to fill a possible six Ordinary Trustee vacancies on the Board. Members are therefore asked at the AGM to cast their votes "For" or "Against" each candidate. Members may also select the "vote withheld" option if they do not wish to vote for or against any particular candidate, although a vote withheld in this way is not a "vote" by law and will not be counted in the calculation of the proportion of votes "For" and "Against" a candidate.

We are always looking for new people to be involved with the Japan Society in different capacities, including as committee members and as Trustees and are delighted that so many people are willing to volunteer their skills to the Society. We encourage members to let us know at any time during the year if they would like to be more involved. Suggestions of names of people to be considered for committees or for the Board should be made to any member of the nominations committee or indeed any member of the Board.

Members may vote, as normal, in person at the AGM on 18 July 2018 or by proxy. A proxy form is enclosed in this booklet for this purpose.

Biographical Details of the Candidates for Chairman and Ordinary Trustees 2018

BILL EMMOTT

Bill Emmott is an independent writer, lecturer and consultant on international affairs. He has just completed a Visiting Fellow at All Souls College, Oxford, and is chairman of The Wake Up Foundation, a charity dedicated to education and communication about the decline of western societies using film, which he co-founded in 2013 with an Italian film-maker, Annalisa Piras, with whom he had made a documentary about Italy, "Girlfriend in a Coma" (2013).

He was previously the Editor-in-Chief of *The Economist* (1993-2006) and has written eight books on Japan, the first of which was *The Sun Also Sets: Why Japan Will Not Be Number One* (1989). He has just completed a book on the future role of women in Japan's economy, politics and society, which will be published in Japanese by Nikkei at the end of 2018.

In 2016 the Japanese government awarded him the "Order of the Rising Sun: Gold Rays with Neck Ribbon" for services to UK-Japan relations.

Bill Emmott was chairman of the trustees of the London Library from 2009-15; was group economic adviser for Stonehage Fleming in 2011-15; and served on All Nippon Airways' UK Advisory Panel until 2016. He is currently a trustee of the International Institute for Strategic Studies; a member of the advisory board of the Reuters Institute for the Study of Journalism in Oxford; a member of Swiss Re's Panel of Advisors; a member of the Global Advisory Board of the University of Tokyo; a Visiting Professor at Shujitsu University in Okayama, Japan; and a member of the senior advisory panel of Critical Resource, a consultancy.

Born in 1956, Bill is married to Carol. They live in Somerset and Oxford with their three dogs. Bill has been a member of the Japan Society since 2005 and an individual benefactor since 2013, as well as having frequently addressed society events as a speaker since the early 1990s.

TIM HARDING

Tim Harding is the Japan and Korea Market Specialist at the Department for International Trade, providing support to Japanese Investors throughout the UK, helping them to access government services and assisting further investment. He holds responsibility for stakeholder engagement with Japanese business and cultural organisations as well as coordinating Japan-focused government events.

Tim graduated from the University of West England in 2008 with a degree in History, and from 2008-2010 he lived in Ehime-ken in Japan working as an Assistant Language Teacher on the JET Programme. During this period, he provided English tuition in 5 primary schools and 3 Junior High Schools, as well as establishing and running a private adult English language class.

Upon his return to the UK Tim spent several years working in Import/Export Operations for Itochu Corporation and Export Sales for Hanjin Shipping, followed by four years

working in the Economic Section of the Embassy of Japan in the UK. During this time Tim provided support to Japanese government and business across a diverse range of policy areas including Trade, Commerce, Agriculture and Climate Change issues. He was also deeply involved in the Embassy's business engagement and networking activities.

Tim has been an ardent supporter of the Anglo-Japanese community in the UK, volunteering annually at the Japan Matsuri since 2011 and fundraising for the charity Aid for Japan, as well as attending and supporting a range of Japanese networking events.

MARTIN HATFULL

Martin is a public affairs professional with in-depth experience of Asia from both the public and private sectors. He spent most of his earlier career as a UK diplomat, serving twice in Japan, first in the 1980s and latterly as Minister (Deputy Head of Mission) from 2003-2008. He was subsequently Ambassador to Indonesia and Timor Leste and the first UK Ambassador accredited to ASEAN (2008-11).

Martin left the Foreign and Commonwealth Office in 2013 and joined Diageo plc, the FTSE top-ten global drinks company. As International Public Affairs Director, he was responsible for public policy issues globally and for advice to the Chairman and CEO on political risk, including in respect of the company's major businesses across Asia.

Since 2017 Martin has run his own political risk advisory practice. He is a Senior Adviser to Kreab Worldwide, the international communications and public affairs company, which has a significant business in Japan. Martin is Acting Chair of the Anglo-Indonesian Society, a Vice-Chair of the UK-ASEAN Business Council, a Trustee of the City and Guilds of London Art School and a member of the UK-Japan 21st Century Group. He speaks good Japanese, Italian and French and conversational Finnish and Bahasa Indonesia. He is married with two grown-up sons and enjoys walking and the visual arts.

JANET HUNTER

Janet Hunter took her BSc at the University of Sheffield and her DPhil. at Oxford University. She has taught at the London School of Economics since 1984, and has since 2003 been Saji Professor of Economic History.

She has published widely on the development of the female labour market in Japan, the history of Anglo-Japanese economic relations and the development of communications. Her books include *History of Anglo-Japanese Relations, 1600-2000*, vol.4, *Economic and Business Relations* (jointly edited with S. Sugiyama, Palgrave, 2002); *Women and the Labour Market in Industrialising Japan: the Textile Industry before the*

Pacific War (Routledge, 2003); *The Historical Consumer: Consumption and Everyday Life in Japan since 1850* (jointly edited with Penelope Francks, Palgrave, 2012).

She is currently working on attitudes to commercial morality in late 19th to early 20th century Japan, and a monograph on the economic impact of the Great Kanto Earthquake of 1923. Her paper '“Extreme Confusion and Disorder”? The Japanese Economy in the Great Kanto Earthquake of 1923' appeared in the *Journal of Asian Studies* in 2014. She has served as President of the British Association for Japanese Studies, and has just taken up the post of co-editor of the *Journal of Japanese Studies*.

She is an academic member of the Council (governing body) of LSE, and a trustee of the Great Britain Sasakawa Foundation. She received the Order of the Rising Sun from the Japanese Government in 2014.

JASON JAMES

Jason James has been Director General of the Daiwa Anglo-Japanese Foundation since 2011. Having been fascinated by Japan on a choir tour at the age of 13, he read Japanese Studies at King's College, Cambridge, graduating First Class with Distinction.

Subsequently he worked for many years in the financial industry, mostly specialising in Japanese equities, becoming Head of Research in the Tokyo office of HSBC Securities, and eventually Head of Global Equity Strategy at HSBC's London headquarters. From 2007-2011 Jason was Director of the British Council in Japan, during which time he also served as Cultural Counsellor at the British Embassy, Chair of the European Union National Institutes of Culture (EUNIC) Japan cluster, a Board Member of the Japan-British Society (and Chair of its Awards Committee), and a Board Member of United World Colleges Japan.

Having lived in Japan for 15 years, and with a Japanese wife, Jason's interest in the country is broad, covering the economy, financial markets and tax, as well as Japanese literature and arts, and the relationship between the UK and Japan. Publications range from *The Political Economy of Japanese Financial Markets* (co-author, Macmillan 1999), to *Edmund Blunden and Japan* (Asiatic Society, 2010).

JULIE ROGERS

Julie Rogers was born in Tokyo to Japanese and English parents and moved to the UK aged seven. She later graduated from Sheffield University in Japanese Studies and Politics.

Julie has spent most of her working career at Mitsubishi Corporation, where she is currently on the board of directors of the London operation and General Manager of the Communications and Sustainability Department. She is also Chair of the company's UK-based corporate foundation, the Mitsubishi Corporation Fund for Europe and Africa and Deputy Chair of Bee London, the Business Improvement District (BID) for the Holborn, Bloomsbury, St Giles, Farringdon & Clerkenwell areas.

In her current role she is in charge of communications, which covers both internal, staff focused communications for Mitsubishi Corporation in the European region as well as external stakeholder relationships including with cultural and academic institutions. She is also responsible for social and environmental considerations for business, reporting and advising on key sustainability priorities and best practises. She worked in Mitsubishi Corporation's Tokyo head office in the mid-2000s.

Having lived with two cultures all her life, she has a strong interest in the importance of language, culture and context when building relationships and mutual understanding.

EIJI WAKIWAKA

Born and raised in Japan, Eiji Wakiwaka earned an undergraduate degree in commerce from Waseda University, Japan and an MBA from Harvard University.

He joined Mitsui & Co. Ltd in the Accounting Department of their Tokyo Head Office in 1973, and then transferred to their New York Office after the Harvard MBA program in 1978. After 3 and half years in New York, he returned to Tokyo in charge of Mitsui's global oil trading activities in 1982.

In 1985, he left Mitsui and joined BP's trading team in London, and became BP's global oil trading manager, followed by a series of management positions in the UK Retail, Rotterdam and Antwerp Refining, and the US downstream in Cleveland, USA. He came back to London in 1993 to work for BP Exploration and Production (upstream) in charge of gas strategy in Asia Pacific, and then became CFO for BP Asia Pacific in Singapore, before returning to London in 1998 to work for Russia, Central and Eastern Europe downstream business development. In 1999, he returned to Japan to develop Retail business (now divested) and later became in charge of BP's Gas business in Japan, Korea and Taiwan. He also became President of BP Japan in 2001.

He returned to London in June 2009, and joined the Clinton Foundation in the area of Carbon Capture and Storage projects in Europe for Clinton Climate Initiative. He now acts as advisor to Clinton Climate Initiative.

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THE JAPAN SOCIETY

PROXY FORM for the ANNUAL GENERAL MEETING 2018

I/We, being a member of The Japan Society, hereby appoint the Chairman of the meeting (see note 3)/
..... as my/our proxy to vote for me/us at the Annual General Meeting of The Japan Society to be held on Wednesday, 18 July 2018 and at every adjournment thereof.

Name (please print)

Category of membership [] Individual [] Family [] Corporate

Name of corporate member (if applicable)

Signature

Dated 2018

Instructions to Proxy

Please indicate with an "X" in the boxes below and overleaf how you wish the proxy to vote. The Proxy will vote or withhold their vote, at his or her discretion, on (a) any resolution listed below if no instruction is given regarding that resolution and (b) on any other business transacted at the meeting.

Table with 4 columns: Resolution, For, Against, Vote withheld. Rows include: 1 Receiving the Accounts and the Trustees' Report, 2 Re-appointment of the Auditors, 3 Election of Bill Emmott as Chairman, 4 Election of Tim Harding as Ordinary Trustee, 5 Election of Martin Hatfull as Ordinary Trustee, 6 Re-appointment of Janet Hunter as Ordinary Trustee, 7 Re-appointment of Jason James as Ordinary Trustee, 8 Election of Julie Rogers as Ordinary Trustee, 9 Re-appointment of Eiji Wakiwaka as Ordinary Trustee.

Notes

- 1 A member of The Japan Society is entitled to appoint a proxy to exercise all or any of his or her rights to attend, speak and vote at a general meeting of The Japan Society.
- 2 Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
- 3 If you wish, you may delete the words "the Chairman of the meeting" and insert the name of a proxy of your choice. The proxy must be a member of the Japan Society or, in the case of a member which is a corporation, its authorised representative. Please initial any alteration. A proxy must attend the meeting to represent you.
- 4 The completed and signed proxy form (and, if relevant, the power of attorney or other authority under which it is signed, or a certified copy of that power or authority) must be received at 13/14 Cornwall Terrace, London NW1 4QP not less than 48 hours before the meeting or the adjourned meeting or, in the case of a poll, not less than 24 hours before the time appointed for taking the poll.
- 5 To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. If no voting indication is given, your proxy will vote or withhold their vote at his or her discretion. Your proxy will vote (or withhold a vote) as he or she thinks fit in relation to any other matter which is put before the meeting.
- 6 The vote withheld option is provided to enable you to instruct the proxy not to vote on any particular resolution. However, it should be noted that a vote withheld in this way is not a "vote" by law and will not be counted in the calculation of the proportion of votes "For" and "Against" a resolution.
7. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power of authority) must be included with the proxy form.
8. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Please return this form to the following address:

The Japan Society, 13/14 Cornwall Terrace, London NW1 4QP
or by email to: heidi.potter@japansociety.org.uk