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2018 Japan Spencer Stuart Board Index

The 2018 Japan Spencer Stuart Board Index is an annual report which surveys and analyses trends among Japanese companies and the issues faced by boards. The 2018 Japan Spencer Stuart Board Index is the seventh in a series of reports launched in 2013, with the publication of the 2012 Japan Spencer Stuart Board Index, in response to growing interest in the corporate governance of Japanese companies.

As we look back over this time, we see progress in the appointment of external directors, and in particular in the appointment of independent external directors, as a result of the introduction of the Revised Companies Act and Corporate Governance Code in 2015. 2018 marks the third year since the revision was implemented. One of the main aims of the code was to place more emphasis on increasing the number of independent external directors and board diversity. It also supported clarification of board roles and responsibilities in succession planning, executive compensation design, and in CEO appointment and dismissal procedures. In 2018 the Ministry of Economy, Trade and Industry also revised its corporate governance system indicators. The new indicators are more specific, clarifying company president and CEO appointments and succession planning, the selection of board chairs, the functions of nominating and compensation committees, and the roles of external directors.

These actions have resulted in large Japanese companies enhancing the contributions of their external directors in the area of governance. Toyota has appointed its first female external director as part of its effort to increase diversity. Sony has, for the first time, included Sony stock in external director compensation. This is in alignment with its shareholders' position, and is aimed at ensuring that external directors contribute to ongoing growth and enhanced value. In the United States it is standard practice to compensate external directors with company stock, but in Japan only a limited number of companies do so at present.

While companies are implementing measures designed to improve governance, the fact remains that there are many issues yet to be addressed in raising the level of corporate governance at Japanese companies. An unexpected event in late 2018 was the dismissal of Nissan chairman Carlos Ghosn after his arrest on charges of under-declaring his compensation in the company's annual report. The arrest revealed a failure of governance resulting from a corporate leader holding an excessive amount of power. Governance has been impacted by the difficulty of appointing external directors to meet the requirements for greater numbers and diversity. It has also been impacted by the limited number of executives with external

director experience in Japan, and calls by Glass Lewis, a large proxy advisory services company, to lower the number of executives holding dual roles. Implementing the procedures involved in expanding director roles and responsibilities, establishing processes, and disclosing information are added burdens in board practice and operations.

Companies are examining how to strengthen their governance structures and functions in practical terms in line with government policy and shareholder requirements, and now, as the foundation is building, Japanese corporate governance is entering a new phase in its evolution.

The 2018 Japan Spencer Stuart Board Index provides a clear and detailed picture of the state of corporate governance in Japan. The survey is an overview of the Japanese companies listed on the TOPIX 100 and Nikkei 225 indexes, and the year-by-year data enables comparisons and observations over time that reflect the true state of the Japanese companies surveyed. While companies listed on the TOPIX 100 and Nikkei 225 indexes are representative Japanese companies, TOPIX 100 companies have a higher market capitalization and liquidity, and Nikkei 225 companies represent a broader cross-section of industries. We also make comparisons with other countries when needed, to bring a global perspective to the situation in Japan.

Spencer Stuart takes pride in the rich knowledge and experience we have accumulated through our decades of work with boards, which is evidenced in this report's research and analysis. In addition to executive search, Spencer Stuart supports corporate leadership in a number of ways, including our extensive board work. We also conduct board searches and offer consulting services related to board structure, as well as other research in this area. The 2018 *Japan Spencer Stuart Board Index* is a compilation of our accumulated knowledge and insight in these areas, and we take great pleasure in being able to share it with you.

For over 30 years, Spencer Stuart has published the *U.S. Spencer Stuart Board Index*, a survey of companies listed on the U.S. S&P 500 index. The *U.S. Spencer Stuart Board Index* is highly regarded by U.S. companies for the valuable information it provides. Board Index reports are now published annually in some 20 countries, including Japan.

We hope information from the 2018 *Japan Spencer Stuart Board Index* will benefit Japanese companies and their stakeholders, and help them focus on the state of corporate governance in Japan and its future direction.

Of the companies surveyed, TOPIX 100 companies are selected for their higher market capitalization and liquidity. In contrast, Nikkei 225 companies are selected for their high liquidity and to establish a balance between industries. Note that 87 of the Nikkei 225 companies are also listed on the TOPIX 100 index. While there are some exceptions, overall, TOPIX 100 companies are slightly ahead of Nikkei 225 companies in each indicator of adoption of Western-style corporate governance initiatives.

79.6%

10.7%

9.8%

Kansayaku board Nikkei 225

Three committees Nikkei 225 Supervisory committee Nikkei 225

Board structure

95.7%

98.7%

Nikkei 225

1011/100

of external directors are independent

99.6%

99.0%

Nikkei 225

TOPIX 100

of companies have appointed two or more external directors

99.6%

99.0%

Nikkei 225

TOPIX 100

of companies have appointed two or more independent external directors

The Revised Companies Act of 2015 introduced a third oversight body, the "company with supervisory committee" for the purpose of enhancing the board supervisory function. Companies now have a choice of three board structures: "company with *kansayaku* board," "company with three committees," and "company with supervisory committee." Over the past three years, while there are still a large number of Nikkei 225 and TOPIX 100 companies with *kansayaku* board structures, there has been a gradual increase in the number of companies adopting supervisory committee structures.

The total number of external directors is 795 for Nikkei 225 companies, and 393 for TOPIX 100 companies, and both are increasing. The ratio of independent directors among the external director group is 95.7% for Nikkei 225 companies, and 98.7% for TOPIX 100 companies, and independent external directors with no conflict of interest are establishing a stronger presence.

99.6% of Nikkei 225 companies have appointed two or more external directors, as have 99.0% of TOPIX 100 companies. It is expected that the figures will reach 100% in the near future.

99.6% of Nikkei 225 companies have appointed two or more independent external directors, as have 99.0% of TOPIX 100 companies. Almost all companies have achieved the figures set out in the Corporate Governance Code.

Foreign directors have been appointed at 20.9% of Nikkei 225 companies, and at 31.0% of TOPIX 100 companies, a continuing upward trend. The ratio of foreign nationals on boards is 3.3% for Nikkei 225 companies and 5.0% for TOPIX 100 companies. Both are showing a slight increase, but remain low compared with France at 35.0%, the United Kingdom at 33.5%, Germany at 25.3%, and the United States at 8.2%.

Women are on the boards of 56.4% of Nikkei 225 companies and 66.0% of TOPIX 100 companies. These figures represent a steady annual increase, but they are still far below the figures for France, the United Kingdom, the United States, and Germany, which are all above 99%. The ratio of women among all directors is 6.5% for Nikkei 225 companies and 7.6% for TOPIX 100 companies. This is far below the ratio of over 20% in the four countries named above.

When looking at the backgrounds of external directors, around half of the directors on Nikkei 225 and TOPIX 100 companies come from the private sector. Over 70% of these directors have business experience as president, chairman, or CEO.

Both Nikkei 225 and TOPIX 100 companies hold board meetings on average 14 times per year, or more than once a month. This is a higher frequency than in Germany, the United Kingdom, the United States, and France, which hold meetings between six and nine times a year.

Average compensation for both external directors and external *kansayaku* is ¥11.74 million for Nikkei 225 companies, and ¥13.56 million for TOPIX 100 companies. Both figures represent a 7-8% increase over the previous year.

3.3% 8.2%

Japan U.S.

of directors are foreign nationals

56.4% | 99.4%

of companies have appointed women to their boards

6.5% 24.0%

Japan U.S.

of directors are women

75.9% | 72.9%

Nikkei 225 (2017)

Nikkei 225 (2018)

of external directors have experience as president, chairman or CEO of a private sector company

14.1 meetings 8.0

Board meetings held per year

¥10.90

#11./4 million Nikkei 225 (2018)

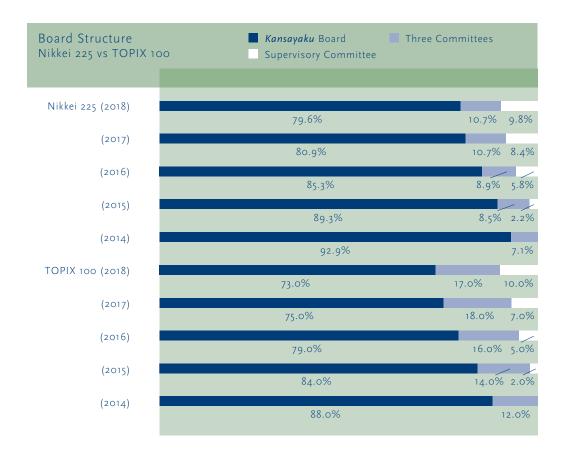
Nikkei 225 (2017) Nikkei 225 (2018

Average compensation paid to external directors and *kansayaku*

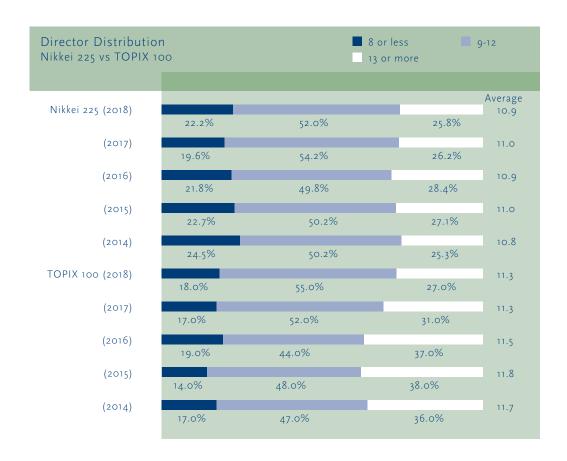
A note on the data

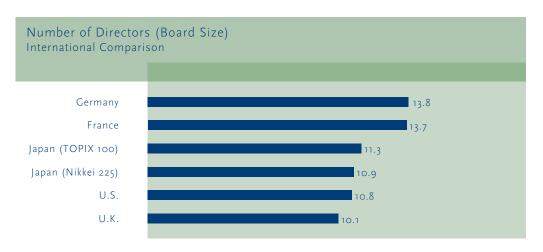
Analysis presented in this document is based on annual reports, corporate governance reports, shareholder meeting notices and other documents that companies make public. In addition to these documents, we have also referred to IR information and data on public companies provided on the Tokyo Stock Exchange website. Data for the Nikkei 225 and TOPIX 100 companies applies to those companies listed as of June 2018. For purposes of international comparison, we have also looked at the United States, the United Kingdom, Germany, and France, using 2018 data: the United States' S&P 500; the United Kingdom's FTSE 100, and the top 50 companies on the FTSE 250, for a total of 150 companies; Germany's DAX 30, and 40 companies from the MDAX/SDAX/TecDAX, for a total of 70 companies; and France's CAC 40. (Numbers are rounded up, and percentages are rounded up to two decimal places.)

In order to enhance the board supervisory function, the Revised Companies Act of 2015 added "company with supervisory committee" to the existing "company with *kansayaku* board" and "company with three committees" (formerly company with committees) structures. While most companies still employ the *kansayaku* board structure, there has been a shift among the more responsive companies to the supervisory committee structure, which has now been adopted by 9.8% of Nikkei 225 companies (8.4% in the previous year) and 10.0% of TOPIX 100 companies (7.0% in the previous year). There has been no change from last year in Nikkei 225 companies adopting the three committees structure, and a slight decrease among TOPIX 100 companies due to changes in companies listed on this index.



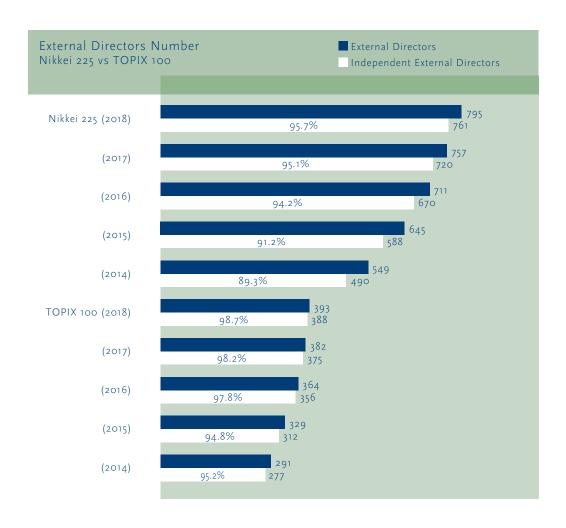
The number of boards with 9-12 directors has increased, to more than half of the boards of both Nikkei 225 and TOPIX 100 companies. The average number of directors is 10.9 for Nikkei 225 companies and 11.3 for TOPIX 100 companies, at the same level as the United States at 10.8, and the United Kingdom at 10.1.



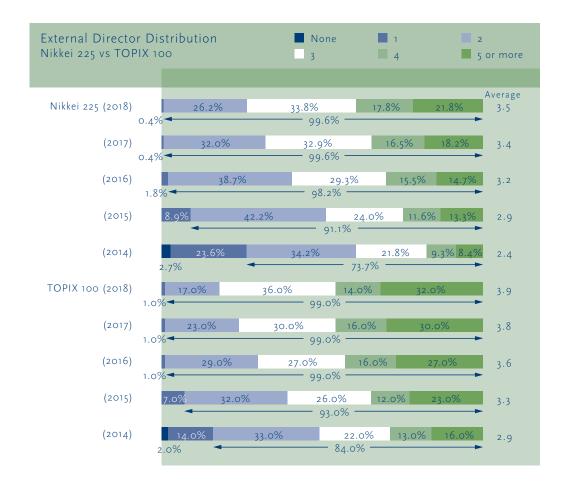


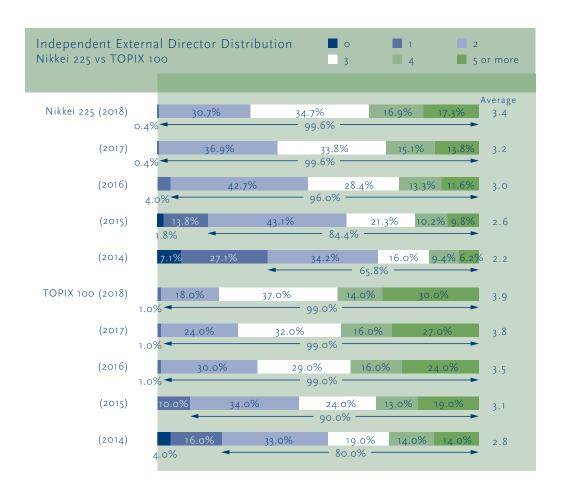
As a result of the introduction of the Revised Companies Act and the Corporate Governance Code, all Nikkei 225 and TOPIX 100 companies appointed at least one external director to their boards in 2015. 2016 saw further improvement, with all Nikkei 225 and TOPIX 100 companies appointing at least one independent external director, that is, a director who did not come from the company concerned, nor have any business relationship with the company. The situation remained the same in 2018, with all Nikkei 225 and TOPIX 100 companies appointing at least one external director, and always including an independent external director.

Nikkei 225 companies have a total of 795 external directors (including those holding multiple directorships), and TOPIX 100 companies have a total of 393 external directors (including those holding multiple directorships), representing an ongoing, although slow, increase. The ratio of independent external directors has also increased since 2015, to 95.7% for Nikkei 225 companies, and 98.7% for TOPIX 100 companies.



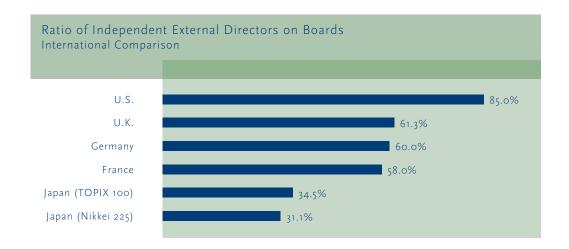
99.6% of Nikkei 225 companies and 99.0% of TOPIX 100 companies have two or more external directors. This is the case for all companies except for Sumitomo Realty & Development. Companies appointing three or more external directors are also continuously increasing, at 73.4% for Nikkei 225 companies and 82.0% for TOPIX 100 companies. 99.6% of Nikkei 225 companies and 99.0% of TOPIX 100 companies have complied with the requirement under the Corporate Governance Code that two or more independent external directors be appointed, the exception being Sumitomo Realty & Development. Companies appointing three or more independent external directors represent 68.9% and 81.0% respectively.





There has been little change over the past few years in the total number of directors. However, with the increase in the number of external directors and independent external directors, there has been an increase in the ratio of both types of directors on boards. The ratio of external directors on the boards of Nikkei 225 companies is 32.5% (30.6% in the previous year) and is 34.9% for TOPIX 100 companies (33.8% in the previous year). The ratio of independent external directors on Nikkei 225 company boards is 31.1% (29.1% in the previous year) and is 34.5% (33.2% in the previous year) on TOPIX 100 company boards.

In contrast, when looking internationally, the ratio of independent external directors on boards is 85.0% for the United States, 61.3% for the United Kingdom, 60.0% for Germany, and 58.0% for France. While appointments are increasing in Japan, the ratio of external and independent external directors on Japanese boards remains low in comparison. Many foreign investors are likely therefore to view the level of appointments of external directors as inadequate, even when taking the difference in systems into account.



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International Comparison I

Spencer Stuart Perspective for 2018

New faces are increasingly joining U.S. boardrooms. But the chronic low rate of director turnover is bringing about only gradual shifts in the overall complexion of U.S. boards. And the modest pace of change is likely to persist, yielding a continued incremental evolution of corporate boardrooms.

Faced with a variety of forces — including an increasingly complex business environment with an unprecedented pace of change and disruption; a growing number and variety of business risks; and intensifying investor focus on the composition, diversity and quality of the boardroom — S&P 500 boards are gradually reshaping.

Recognizing the strategic imperative for new perspectives and experience in the boardroom, boards are increasingly adding directors with backgrounds in tech, digital, consumer marketing and other areas of emerging importance. They are casting a wider and deeper net to identify director talent who are available and interested in taking on board roles.

Experience as a CEO or on a public company board is no longer a must-have credential. One-third of the incoming class are serving on their first public company board, and only 35.5% of the new S&P 500 directors are active or retired CEOs and other CEO-level leaders, down significantly from a decade ago.

Financial talent remains a priority. Boards continue to be more focused on recruiting financial experts with experience as CFOs/finance executives or investment professionals, and less interested in accounting and banking backgrounds. Tech savvy, "digital" directors are also in high demand, and boards are increasingly tapping younger, "next-gen" candidates with these skills.

For the second consecutive year, women and minorities composed half of the incoming class of S&P 500 directors. But progress on the diversity front was mixed. Female directors made real strides, while male minorities saw their advancement in the boardroom slow. Ongoing low turnover in U.S. boardrooms continues to slow down the advancement of women and minorities on boards

Though the boardroom evolution is modest at an aggregate level, the 2018 *U.S. Spencer Stuart Board Index* finds progress on many fronts.

Source: 2018 U.S. Spencer Stuart Board Index

https://www.spencerstuart.com

Average tenure of current representative directors and chairmen¹ is 3.3 years for Nikkei 225 companies and 4.0 years for TOPIX 100 companies. The longest tenure is held by Kagemasa Kozuki, Chairman of Konami Holdings, at 31 years. All, with the exception of Tomoko Namba, Executive Chairman of DeNA, are men, with an average age of 67.7 years for Nikkei 225 companies, and 68.6 years for TOPIX 100 companies. The youngest is Manabu Miyasaka, Chairman of the Board of Yahoo Japan, at 50. There are no chairmen in their 40s. The oldest appointment remains Chihiro Kanagawa, Chairman of Shin-Etsu Chemical, at 92.

Chairman/Represe	entative Director		TOPIX 100
Tenure (years)	Average	3.3	4.0
	Longest	31	23
Gender	Male	145	73
	Female	1	0
Age	Average	67.7	68.6
	Youngest	50	52
	Oldest	92	92

Average tenure for presidents² or representative executive directors (or CEO where the position is vacant) is 3.4 years for Nikkei 225 companies and 4.0 years for TOPIX 100 companies. The longest-serving is Masayoshi Son, Chairman and CEO of Softbank Group, at 36 years. All, with the exception of Eva Chen, CEO of Trend Micro, are men. Average age is 61.0, with Kentaro Kawabe, President and CEO of Yahoo Japan, the youngest at 43, and Yoshimaro Hanaki, President and CEO of Okuma, and Hiroshi Rinno, President and CEO of Credit Saison, the oldest at 75.

President	/CEO		TOPIX 100
Tenure (years)	Average	3.4	4.0
	Longest	36	36
Gender	Male	224	100
	Female	1	0
Age	Average	61.4	60.9
	Youngest	43	46
	Oldest	75	71

¹ Chairman: The chairman is a position with seniority over the president. The position is usually given to someone who has served as president and then retires from the day-to-day running of the company, although the degree of such involvement by the chairman varies according to individual company practice. The chairman sits on the board of directors, and may or may not hold voting rights.

2018 JAPAN SPENCER STUART BOARD INDEX

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² President (president and representative director): "President" is the preferred generic title used in Japan to refer to the head of a company. In large companies, such as those listed in the TOPIX 100 and Nikkei 225 indexes, "president and CEO" is also used. The title corresponds to the position of managing director in the British system and chief executive officer in the American system. "President" is used in this report to indicate the person who oversees the day-to-day running of the company, and who also sits on the board of directors.

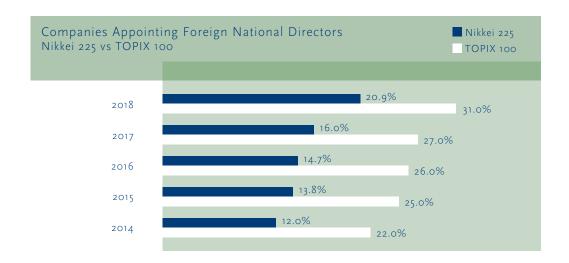
Average tenure for board chairmen is 4.0 years for Nikkei 225 companies and 4.9 years for TOPIX 100 companies. The longest tenure is held by Masayoshi Son, Chairman and CEO of Softbank Group, at 36 years. All, with the exception of Tomoko Namba, Executive Chairman of DeNA, and Hiroko Ota, external director of Mizuho Financial Group, are men. Nikkei 225 companies with an internal director as chairman of the board number 205, and for TOPIX 100 companies the number is 90, but for some companies the position is held by an external director. Average age is 66.0 years for Nikkei 225 companies and 67.0 years for TOPIX 100 companies. The youngest chairman of the board is Kentaro Kawabe, President and CEO of Yahoo Japan, at 43, and the oldest is Chihiro Kanagawa, Chairman of Shin-Etsu Chemical, at 92.

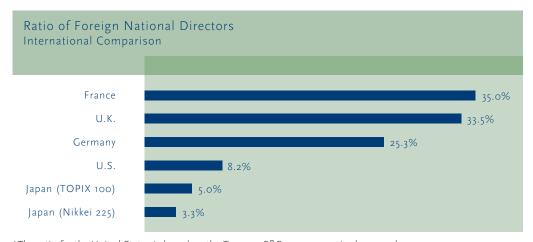
Chairman of	the Board	Nikkei 225	TOPIX 100
Tenure (years)	Average	4.0	4.9
	Longest	36	36
Gender	Male	213	95
	Female	2	1
Status	Internal	205	90
	External	10	6
Age	Average	66.0	67.0
	Youngest	43	52
	Oldest	92	92

^{*}No detailed information has been released regarding the board chairmen of 10 Nikkei 225 companies and 4 TOPIX 100 companies.

There continues to be an increase in the number of foreign nationals appointed to boards. Of Nikkei 225 companies, 20.9%, or 47 companies, have appointed foreign nationals, an increase of 11 companies over last year. The total number of foreign nationals on boards is 80 (including cases where one person holds multiple directorships), or 3.3% of the total. The breakdown is 41 internal directors, and 39 external directors (of whom 34 are independent). Of TOPIX 100 companies, 31.0%, or 31 companies, have appointed foreign nationals, a total of 56 directors (including multiple directorships), representing 5.0% of the total. The breakdown is 27 internal, and 29 external directors (of whom 29 are independent).

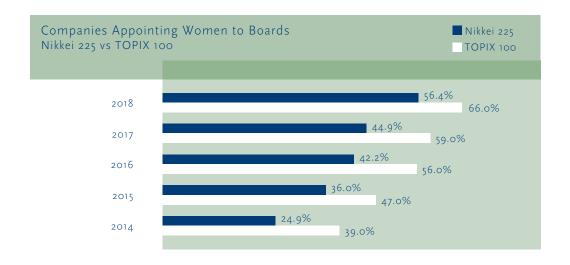
The ratio of foreign national directors on boards is 35.0% in France, 33.5% in the United Kingdom, 25.3% in Germany, and 8.2% in the United States, indicating that the Japanese figures of 3.3% for Nikkei 225 companies and 5.0% for TOPIX 100 companies are low, especially when compared with the three European countries.





 $[\]mbox{\ensuremath{^{\star}}}\mbox{\ensuremath{\text{The}}}$ ratio for the United States is based on the Top 200 S&P 500 companies by annual revenue.

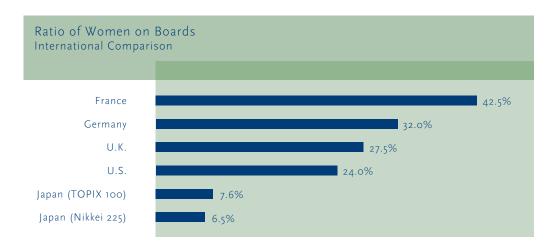
The ratio of companies appointing women to their boards is increasing rapidly. Of Nikkei 225 companies, 56.4%, or 127 companies, have women on their boards, an increase of 26 companies over last year. The breakdown is seven companies with internal directors, 116 with external directors, and four companies with both internal and external directors who are women. Directors number 13 internal and 146 external (of whom 145 are independent). For TOPIX 100 companies, 66.0%, or 66 companies, have women on their boards, an increase of seven companies over last year. Four companies have internal directors, 60 have external directors, and two have both internal and external directors who are women. Directors number seven internal, and 78 external (all of whom are independent).



The ratio of companies appointing women to their boards is high in France and the United Kingdom, at 100%, and over 99% for the United States and Germany. In contrast, the ratio for Japan, while increasing, remains low at 56.4% for Nikkei 225 companies, and 66.0% for TOPIX 100 companies.

In terms of the ratio of women on boards, France is the clear leader, at 42.5%, followed by Germany, the United Kingdom, and the United States, each with over 24%. In contrast, while the ratio of women on boards is increasing for Nikkei 225 and TOPIX 100 companies, it is still low, at around 7%. In addition to the small number of companies appointing women to their boards, none has more than three women on their boards.





International Comparison II

Increase in Directors with Global Perspective

- » 13% of new independent directors were born outside the U.S., an increase from 8% in 2017.
- » 32% of directors have global professional experience, defined as having worked at an international location.

Women Now Represent 24% of All Directors, a New Record

- » 24% of S&P 500 directors are women, an increase from 22% last year and 16% in 2008. This is the highest percentage of women directors we have seen since we began tracking this data in 1998.
- » On average, boards have 2.6 female directors, compared with 1.7 a decade ago.
- » 87% of boards include two or more women directors, a 7 percentage point increase over last year. We saw a notable increase in the percentage of boards with three women directors (33% versus 27% in 2017) and a decrease in the number of boards with only one woman director (13% versus 19% in 2017). In 2008, 56% of boards had two or more female directors.
- » Women are 50% or more of the total number of directors on 10 boards (2%) and 30% or more of all directors on 120 boards (25%).
- » Three boards have no female directors, one in the internet sector, one in pharmaceuticals and one in aerospace/defense.
- » Women are assuming more board leadership roles. Women now chair 20% of audit committees, 19% of compensation committees, and 24% of nominating/governance

Percentage of Women on Boards

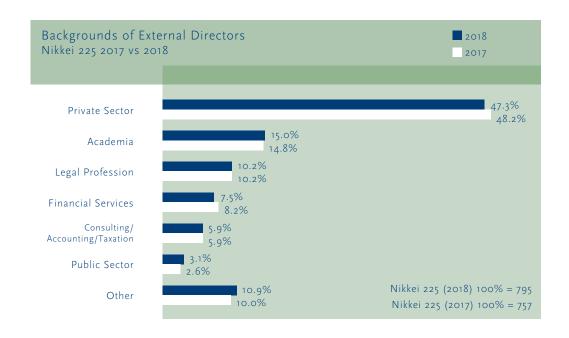
Female representation	Boards in this range
0%	0.5%
1 to 9%	2.5%
10 to 19%	26%
20 to 29%	46%
30 to 39%	19%
40 to 49%	4%
50 to 60%	2%

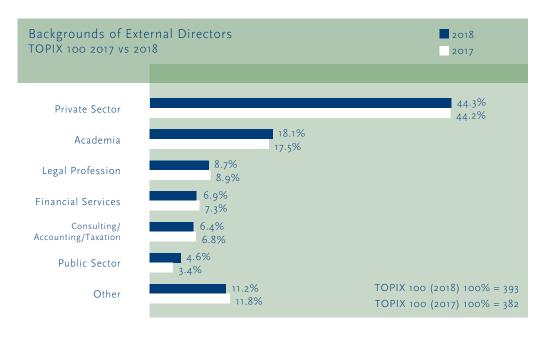
- committees, compared to 20%, 17% and 22% last year. However, women represent only 7% of independent board chairs, unchanged from last year, and 10% of lead/presiding directors, versus 9% last year.
- » As of our May 17, 2018, cut-off date, 27 S&P 500 companies have a woman serving as CEO, compared with 31 in 2017. Female CEOs now represent 5.4% of S&P 500 chief executives.
- » Companies led by women tend to have more female board directors than those led by men: 33% of directors on boards of companies with a female CEO are women, versus 23.5% for companies with a male CEO. When the female CEO is excluded from the average, however, the gap narrows: 26% of the remaining directors are women.

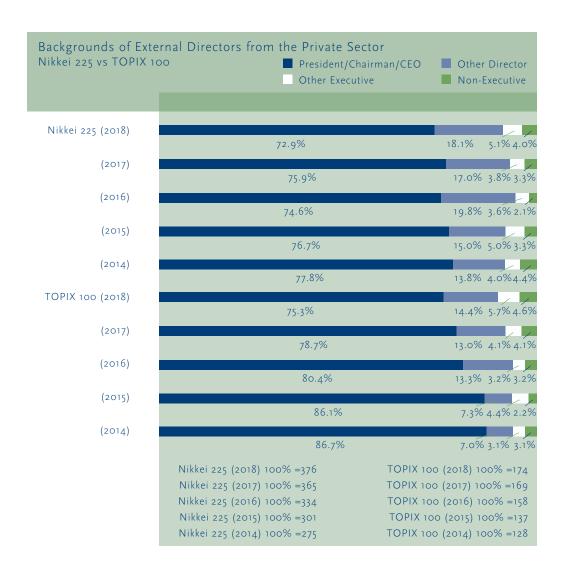
Source: 2018 U.S. Spencer Stuart Board Index

https://www.spencerstuart.com

In 2018, the majority of external directors came from the private sector. Of the 795 external directors at Nikkei 225 companies, 47.3%, or 376 directors, were from the private sector. Of the 393 external directors at TOPIX 100 companies, 44.3%, or 174 directors, were from the private sector. For both Nikkei 225 and TOPIX 100 companies, the majority of directors from the private sector have held roles as president, chairman, or CEO, but the ratio is decreasing slightly. Companies are seeking more external directors, but because there is a limit to those with experience as president, chairman, or CEO, those without this experience are being appointed.

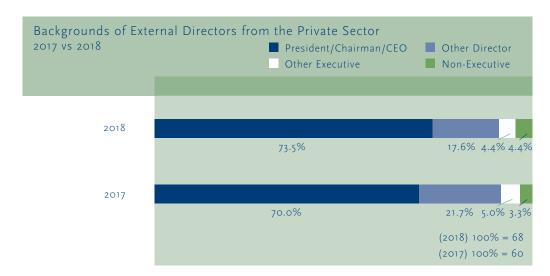






There are 164 external directors and external *kansayaku* who hold directorships with multiple companies. The biggest proportion, 68 directors, or 41.5%, have backgrounds in the private sector. Of these, 73.5% have held positions as president, chairman, or CEO, or a combination of these.





International Comparison III

Fewer Active and Retired CEOs and Other Top Executives Joining Boards

- » 35.5% of new directors are active or retired CEOs, chairs, vice chairs, presidents and COOs, which represents a slight decline from 36% last year. Ten years ago, 47% of new directors were active or retired executives in these roles.
- » More than a quarter (25.5%) of new directors have financial backgrounds, including banking, finance, investment or accounting credentials, compared with 29% last year and 18% in 2008. The most notable difference over the 10-year period is the increase in directors coming from investing and investment management, who now account for 10% of new directors, up from 4% a decade ago.
- » 60% of new directors are actively employed, an increase from 53% last year. Over the past decade, the number of employed directors has declined from 68% in 2008, reaching a low of 52% in 2013 before increasing again, primarily due to an increase in the number of active financial executives.

New Independent Director Functional Backgrounds

		Year		2	018	
			2008	Men		
CEO/chair/president/COO	35%	46%	47%	45%	21%	
Active	19%	23%	31%	25%	9%	
Retired	17%	23%	16%	20%	12%	
Other corporate executives	21%	21%	19%	16%	28%	
Financial backgrounds	26%	18%	18%	27%	24.5%	
Financial executives/CFO/treasurers	11%	6%	9%	10%	13.5%	
Bankers/investment bankers	3.5%	2%	4%	3%	4%	
Investment managers/investors	10%	8%	4%	12%	6%	
Public accounting executives*	1%	2%	1%	2%	1%	
Academics/nonprofit	5%	4%	6%	3%	7%	
Consultants	3.5%	3%	3%	2%	5%	
Lawyers	3%	2%	3%	3%	4%	
Others**	7%	6%	4%	5%	10%	

Source: 2018 U.S. Spencer Stuart Board Index

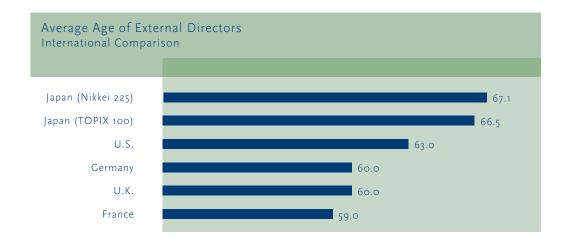
https://www.spencerstuart.com

^{**}All former partners or executives of public accounting firms.

**Includes former government employees, physicians, scientists and private company owners.

N = 257 men and 171 women in 2018.

The average age of external directors is 67.1 years for Nikkei 225 companies and 66.5 years for TOPIX 100 companies, slightly older than directors in the other countries surveyed. This is because in many cases directors take up appointments after they have retired from their former management positions.



International Comparison IV

Independent Directors Are 63 Years Old on Average

- » Independent directors of S&P 500 companies range in age from 29 to 93 years old. The average age is 63, two years older than the 2008 average of 61.2. In that same period, the median age increased from 62 to 63.
- » Most independent directors (74%) are 50-69 years old; 17 directors (0.4%) are younger than 40, and 43 (1%) are 80 or older. 21% are 70 or older.
- » The majority of boards have an average age in the 60s: 47% of boards have an average age of 60 to 63, and 35% have an average age of 64 to 69. 13 (3%) boards have an average age of 70 or older.

Average Age of Independent Directors

	2018	2013	2008
Average age of all independent directors	63.0	62.9	61.2
Youngest average board age	47	47	43
Oldest average board age	74-5	74	74

Percentage of All S&P 500 Boards with Average Age

	2018		2008
59 and younger	16%	14%	28%
60 to 63	47%	42%	46%
64 and older	38%	44%	26%

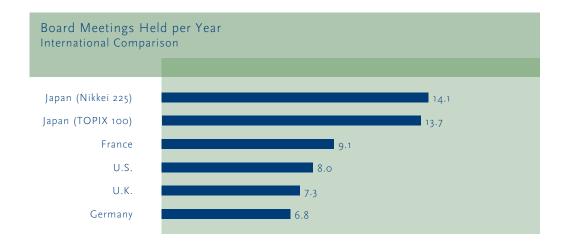
Source: 2018 U.S. Spencer Stuart Board Index

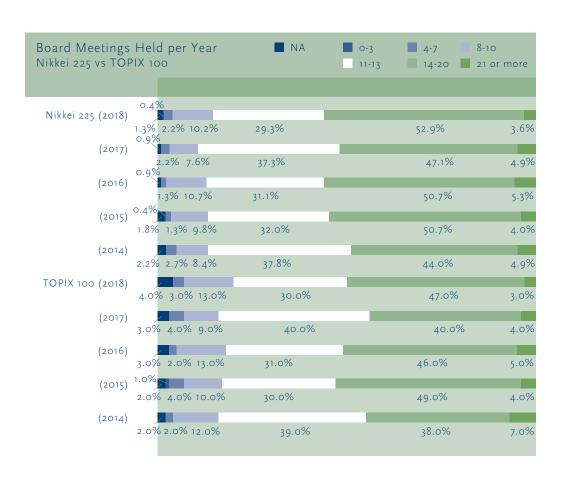
https://www.spencerstuart.com

BOARD ORGANIZATION AND PROCESSES

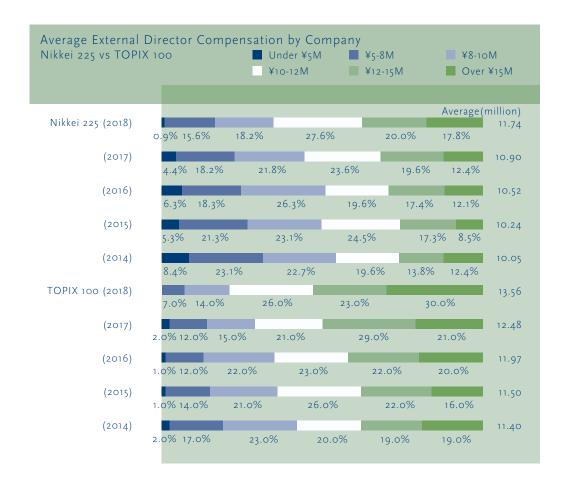
Nikkei 225 and TOPIX 100 companies hold an average of 14 board meetings a year, double the six to nine meetings held in the other countries surveyed. In Japan, because business oversight and execution roles are not always clearly defined, board meetings also include business execution items on their agendas, necessitating more frequent meetings.

It is worth noting that there has been a 4.5-point increase in the number of Nikkei 225 companies holding board meetings more than 14 times a year, bringing the figure up to 56.5%, and a 6-point increase for TOPIX 100 companies, bringing the figure up to 50.0%. 80.9% of Nikkei 225 companies and 75.0% of TOPIX 100 companies hold board meetings more than once a month on average.





Average compensation for external directors (including external *kansayaku*) is, again, somewhat lower for Nikkei 225 companies than it is for TOPIX 100 companies. 34.7% of Nikkei 225 companies pay an average compensation below ¥10 million, as do 21.0% of TOPIX 100 companies. Average compensation for Nikkei 225 companies is ¥11.74 million, an increase of ¥840,000 over last year, with a standard deviation of ¥4.43 million, and a variation coefficient of 0.38, indicating a wide variation. The average compensation for TOPIX 100 companies is ¥13.56 million, an increase of ¥1.08 million over last year, with a standard deviation of ¥5.12 million, and a variation coefficient of 0.38, also indicating a wide variation. The highest average compensation, ¥39.44 million, is paid by Hitachi, and the lowest, ¥4.0 million, is paid by Okuma.



International Comparison V

Average Total Director Compensation Grows by 3.5% to Just Under \$299,000

- » The average total compensation for S&P 500 directors rose 3.5% to \$298,981. Excluding premium compensation for the independent chairman, the average total compensation per director is \$295,406.
- » Stock grants and cash represent the largest share of director compensation, 56% and 38%, respectively.
- » The composition of equity awards has shifted somewhat in the past five years, with fewer companies granting options and more awarding stock grants. In 2013, 52% of average director compensation was provided in the form of stock grants, while stock options accounted for 6%.
- » 72% of boards have deferred compensation plans.

More than \$100,000 Difference in Average Director Comp, Depending on Sector

- » Average director compensation varies significantly across industries, ranging from a low of \$249,097 in the real estate sector to a high of \$363,328 in healthcare. Similarly, the change in average compensation varied widely, with average director compensation declining by 4% to \$266,394 in the materials sector and increasing by 13% to \$330,909 in telecommunication services.
- » Cash represents a larger share of compensation in industry sectors such as telecommunication services and utilities, 48% and 47%, respectively, and a smaller share in the healthcare and information technology sectors, 31% and 33%, respectively.
- » Stock awards account for 63% of director compensation among information technology companies and 57% in consumer discretionary, consumer staples and energy companies, but just 50% of director compensation for companies in the telecommunications services sector.

Average Compensation per Non-Employee Director by Industry*

	% of total compensation													
	Total average compensation	% increase vs. 2017	Cash fees **	Stock awards	Option grants	All other compensation***								
Consumer discretionary	\$278,301	2%	38%	57%	3%	2%								
Consumer staples	\$286,865	3%	37%	57%	4%	2%								
Energy	\$324,801	3%	37%	57%	3%	3%								
Financials	\$280,281	5%	42%	54%	1%	3%								
Healthcare	\$363,328	2%	31%	54%	12%	3%								
Industrials	\$292,630	7%	41%	52%	3%	4%								
Information technology	\$337,492	5%	33%	63%	3%	1%								
Materials	\$266,394	-4%	45%	51%	1%	3%								
Real Estate	\$249,097	3%	40%	56%	3%	1%								
Telecommunication services	\$330,909	13%	48%	50%	0%	2%								
Utilities	\$268,967	5%	47%	51%	0%	2%								
Average	\$298,981	4%	38%	56%	4%	2%								

^{*}Based on non-employee director compensation tables in 484 proxies for 2018. Includes all board and committee retainers and meeting fees, non-executive chairman and lead/presiding director supplemental fees when applicable, the value of equity compensation and all other compensation paid to non-employee directors in fiscal year 2017. Retiring and new directors are included when paid compensation for at least three quarters of the year.

*Includes deferred compensation amounts.

*Includes insurance premiums, charitable award programs and incremental cost to the company of products provided to

Source: 2018 U.S. Spencer Stuart Board Index

https://www.spencerstuart.com

Comparative Data

Information			Direct	Directors				Kansayaku			Committee Members								Directors & Kansayaku						
Nikkei 225/TOPIX	Sales (*NI)	Structure	External	External	Granal Independent	Internal	Externa	Extern	Grand Independent	Internal Total	External	Granu	Term (years)	External Average Tenure	Exterria Tenure	Internal Tenure Adent	Externic Age	Externa Age Externa Age	per Year per Age Average Age average I Independent	Board Meetings Fix	Exernal Directors (*10.7)	External Directory	tors (XM)		
Nippon Suisan	N	683,008	Kansayaku Board	6	2	2	8	1	3	3	4			1	5	1	1	61	67	67	18		7.3		
Maruha Nichiro	N	918,820	Kansayaku Board	8	2	2	10	1	4	1	5			1	5	4	4	62	62	62	17		12.1		
Inpex	N/T	933,701	Kansayaku Board	9	6	6	15	1	3	3	4			1	6	3	3	63	69	69	16		11.4		
Comsys Holdings	N	380,024	Supervisory Com.	12	4	4	16					2	4 6	1*	4	2	2	62	65	65	10	6.8	6.8		
Taisei	N	1,585,497	Kansayaku Board	8	3	3	11	2	4	4	6			2	5	5	5	64	73	73	13	13.7 13.8	3 13.7		
Obayashi	N	1,900,655	Kansayaku Board	7	3	3	10	2	3	3	5			1	6	3	3	63	70	70	15		10.2		
Shimizu	N	1,519,435	Kansayaku Board	9	2	2	11	2	3	3	5			2	3	4	4	62	66	66	20		12.5		
Haseko	N	813,276	Kansayaku Board	8	5	5	13	2	3	3	5			2	10	2	2	63	63	63	13		6.8		
Kajima	N	1,830,625	Kansayaku Board	11	3	3	14	2	3	3	5			2	15	3	3	69	74	74	14		16.7		
Daito Trust Construction	Т	1,557,017	Kansayaku Board	9	3	3	12		4	4	4			2	4	3	3	55	61	61	13		16.9		
Daiwa House	N/T	3,795,992	Kansayaku Board	16	3	3	19	3	3	2	6			1	8	5	5	63	67	67	14		12.3		
Sekisui House	N/T	2,159,363	Kansayaku Board	8	3	3	11	2	4	3	6			2	6	3	3	62	69	69	13		18.7		
JGC	N	722,987	Kansayaku Board	9	2	2	11	2	3	3	5			1	5	4	4	62	71	71	15		7.8		
Nisshin Seifun Group	N	540,094	Kansayaku Board	13	2	2	15	2	3	3	5			1	4	6	6	60	76	76	13		9.8		
Meiji Holdings	N	1,240,860	Kansayaku Board	8	3	3	11	2	2	2	4			1	5	1	1	64	64	64	17	14.3 8.7	11.5		
NH Foods	N	1,269,201	Kansayaku Board	8	2	2	10	2	3	3	5			1	7	4	4	60	62	62	23		12.0		
DeNA	N	139,390 (*1)	Kansayaku Board	3	2	2	5	1	4	4	5			1	8	3	3	47	49	49	19		9.5		
Sapporo Holdings	N	551,548	Kansayaku Board	6	3	3	9	2	2	2	4			1	4	3	3	57	71	71	12	8.3 8.5	8.4		

Information Directors					Kansayaku Committee Members							Directors						Directors & Kansayaku					
Nikkei 225/TOPIX IV	Sales (*N1)	Structure	External	Extern	Granial Independent	International Total	Exterior	External	Cran Independent	Interior	Extern	Term (years) Term (years) Crand Total	Externa Tenure	External (*) External (*) External (*)	International Independent	Externa, Externa, Average Age	External External Age	per Year Per Age Average Age Average Independent	Externes Here	ternal Directors (*147)	External Director's External Konsolvaku (*M) + External Konsolvaku (*M)		
Asahi Group Holdings	N/T	2,084,877 (*1)	Kansayaku Board	7	3	3	10	2	3	3	5		1	6	4	4	61	66	66	13		11.9	
Kirin Holdings	N/T	1,863,730 (*1)	<i>Kansayaku</i> Board	5	4	3	9	2	3	3	5		1	3	4	4	60	72	73	15	14.0 13.7	13.9	
Takara Holdings	N	268,142	Kansayaku Board	7	2	2	9	2	3	1	5		1	10	1	1	60	55	55	13		10.0	
Sojitz	N	1,816,459 (*7)	Kansayaku Board	5	2	2	7	1	4	3	5		1	4	0	0	61	68	68	19	12.0 11.3	11.5	
Kikkoman	N	430,602	Kansayaku Board	8	4	4	12	2	2	2	4		1	8	7	7	65	78	78	11	12.0 10.0	11.2	
Ajinomoto	N/T	1,150,209	Kansayaku Board	6	3	3	9	2	3	3	5		2	6	5	5	61	66	66	17	14.3 14.7	14.5	
Nichirei	N	568,032	Kansayaku Board	7	3	3	10	2	3	3	5		1	4	1	1	57	69	69	19		10.7	
Japan Tobacco	N/T	2,139,653 (*1)	Kansayaku Board	5	2	2	7	2	2	2	4		2	1	3	3	56	65	65	17		16.8	
J. Front Retailing	N	469,915 (*1)	Three Com.	8	5	5	13						1	4	2	2	61	69	69	14	14.6	14.6	
Isetan Mitsukoshi Holdings	N	1,268,865	Kansayaku Board	5	4	3	9	2	3	2	5		1	2	4	3	60	70	70	15		9.7	
Тоуоbо	N	331,148	Kansayaku Board	6	3	3	9	2	2	2	4		1	4	1	1	62	68	68	17		5.1	
Unitika	N	128,388	Kansayaku Board	4	2	2	6	2	2	2	4		2	6	2	2	63	78	78	16		5.0	
Nisshinbo Holdings	N	512,047	Kansayaku Board	6	4	4	10	2	2	2	4		1	6	7	7	63	74	74	16		7.4	
Tokyu Fudosan Holdings	N	866,126 (*4)	Kansayaku Board	9	4	4	13	2	2	2	4		1	3	1	1	62	64	64	12	10.7 2.7	6.7	
Seven & i Holdings	N/T	6,037,815 (*4)	Kansayaku Board	8	4	4	12	2	3	3	5		1	5	3	3	61	69	69	14	12.0 11.7	11.9	
Teijin	N	834,985	<i>Kansayaku</i> Board	5	4	4	9	2	3	3	5		1	3	2	2	62	71	71	12		11.3	
Toray	N/T	2,204,858	<i>Kansayaku</i> Board	17	2	2	19	2	2	2	4		2	5	4	4	63	73	73	15	12.0 9.5	10.8	
Kuraray	N	518,442	<i>Kansayaku</i> Board	7	2	2	9	2	3	3	5		1	3	3	3	62	70	70	17		11.8	

Information			Direc	K	ansay	aku		Commi	ittee Me		Directors						\	P						
Nikkei 225) Name	Sales (*NV)	Structure	External Internal	External	Grain Independent	Internal	Externa	Extern	Grand Independent	Incerior Total	External	Cran	Total	Intertial (years)	External External Tenure	External (*) External (*) External (*)	Internal Independent	External External Age	External External Age	per Year Per Age Average Age Average Independent	Extern Rectings Here	ternal Directors (*100)	External Directoraku (*M) + External Kansayaku (*M) - External Kansayaku (*M)	(*M)
Asahi Kasei	N/T	2,042,216	Kansayaku Board	6	3	3	9	2	3	3	5				1	2	2	2	62	63	63	15	14.7 11.0	0 12.6
Sumco	N	260,627	Supervisory Com.	8	4	4	12					2	4	6	1*	4	2	2	62	66	66	16	9.6	9.6
Oji Holdings	N	1,485,895	<i>Kansayaku</i> Board	13	2	2	15	2	3	3	5				1	4	4	4	63	68	68	14		12.8
Nippon Paper	N	1,046,499	Kansayaku Board	7	2	2	9	2	2	2	4				1	6	4	4	62	73	73	13		9.3
Showa Denko	N	780,387	Kansayaku Board	6	3	3	9	2	3	3	5				1	3	4	4	60	72	72	15		11.3
Sumitomo Chemical	N	2,190,509 (*1)	Kansayaku Board	9	4	4	13	2	3	3	5				1	5	2	2	63	69	69	13		15.7
Nissan Chemical	N	193,389	Kansayaku Board	6	2	2	8	1	3	1	4				1	8	4	4	62	75	75	12		13.3
Tosoh	N	822,857	Kansayaku Board	7	2	2	9	2	2	2	4				1	4	3	3	60	69	69	16		11.3
Tokuyama	N	308,061	Supervisory Com.	8	3	3	11					2	3	5	1*	2	2	2	62	63	63	20	7.0	7.0
Denka	N	395,629	Kansayaku Board	5	3	3	8	2	2	2	4				1	5	3	3	64	69	69	13	12.0 12.0	0 12.0
Shin-Etsu Chemical	N/T	1,441,432	Kansayaku Board	18	4	4	22	2	3	3	5				2	13	11	11	69	81	81	14		21.3
Kyowa Hakko Kirin	N	353,380 (*1)	Kansayaku Board	5	2	2	7	2	3	2	5				1	3	2	2	59	62	62	16		13.8
Mitsui Chemicals	N	1,328,526	Kansayaku Board	5	3	3	8	2	3	3	5				1	3	2	2	60	64	64	10		9.0
Mitsubishi Chemical Holdings	N/T	3,724,406 (*1)	Three Com.	7	5	5	12								1	4	4	4	63	68	68	10	13.8	13.8
Ube Industries	N	695,574	Kansayaku Board	4	4	4	8	2	2	2	4				1	5	4	4	63	68	68	13		11.3
Nippon Kayaku	N	167,888	Kansayaku Board	7	2	2	9	2	3	1	5				1	2	2	2	61	61	61	14		8.0
Dentsu	N	5,187,300	Supervisory Com.	8	4	4	12					1	3	4]*	2	2	2	58	70	70	15	14.0	14.0
Kao	N/T	1,489,421	Kansayaku Board	4	3	3	7	2	3	3	5				1	5	3	3	60	68	68	15	15.0 7.5	11.3

Information	Direct	tors	\	Kansayaku			Committee Members												Directors & Kansayaku					
Nikkei 235/TOPV	Sales (*W)	Stracture	External	Exce	Grainal Independent	Internal Total	External	External	Grand Independent	Interior	Exterior	Cranc	Term of Total	Interna:	External External Tenure	External (*) External (*) External (*)	Internal Independent	Externa: Externa: Age	Externa Age	per Year Per Age Average Age Average Independent	Externes House	tornal Directors (*101)	External Konsoyoku (*M) + External Konsoyoku (*M)	, Directors
Takeda Pharmaceutical	N/T	1,770,531 (*1)	Supervisory Com.	4	8	8	12					1	3	4	1*	4	2	2	56	64	64	9	23.7	23.7
Astellas Pharma	N/T	1,300,316	Supervisory Com.	4	6	6	10					2	3	5	1*	2	1	1	58	63	63	17		11.2
Sumitomo Dainippon Pharma	N	466,838 (*1)	Kansayaku Board	5	3	3	8	2	3	2	5				1	5	2	2	63	66	66	14		12.0
Shionogi	N/T	344,667	Kansayaku Board	3	3	3	6	2	3	3	5				1	18	7	7	64	69	69	12		12.3
Chugai Pharmaceutical	N	534,199 (*1)	Kansayaku Board	6	3	3	9	2	2	2	4				2	13	4	4	60	72	72	9	11.3 11	.0 11.2
Eisai	N/T	600,054 (*1)	Three Com.	4	7	7	11								1	11	1	1	64	64	64	10	9.3	9.3
Ono Pharmaceutical	Т	261,836 (*1)	Kansayaku Board	5	3	3	8	2	2	2	4				1	14	3	3	58	64	64	13		11.8
Terumo	N	587,775 (*1)	Supervisory Com.	6	5	4	11					1	2	3	1*	5	3	3	60	66	67	12	11.6	11.6
Daiichi Sankyo	N/T	960,195 (*1)	Kansayaku Board	5	4	4	9	2	3	3	5				1	4	4	4	64	70	70	13		14.4
Otsuka Holdings	N/T	1,239,952	Kansayaku Board	8	3	3	11	1	3	3	4				1	5	2	2	59	69	69	14		9.0
Oriental Land	Т	479,280	Kansayaku Board	8	2	2	10	1	3	1	4				2	12	8	8	64	79	79	11		14.6
Yahoo Japan	N	897,185 (*1)	Supervisory Com.	5	4	2	9					1	2	3	1*	3	2	3	56	62	68	9	11.4	11.4
Trend Micro	N	148,811	Kansayaku Board	5	2	2	7		4	4	4				2	14	4	4	57	76	76	9		6.3
Rakuten	N/T	944,474 (*1)	Kansayaku Board	3	4	4	7		4	2	4				1	11	5	5	56	61	61	15		16.4
Fujifilm Holdings	N/T	2,433,365	Kansayaku Board	6	4	4	10	2	2	2	4				1	5	1	1	65	65	65	14		6.3
Konica Minolta	N	1,031,256	Three Com.	7	5	5	12								1	5	1	1	61	69	69	14	9.6	9.6
Shiseido	N/T	1,005,062	Kansayaku Board	3	3	3	6	2	3	3	5				1	1	1	1	61	63	63	18		12.0
Showa Shell Sekiyu	N	2,045,936	Kansayaku Board	2	6	2	8	2	2	2	4				O t h e r	3	1	1	62	56	62	12		8.8

Company Information			Direc	tors			Kansa	yaku		Committee Members				Directors							Directors & Kansayaku					
Nikkei 225) Name	Sales (****)	Structure	Internal	External	Granal Independent	Interflar	Extern	External	Grange Independent	International	Exteri	Crair	Terry Total	Interfice.	External External Tenure (*)	External History External Tenure	Internal Independent	External External Age	External Se External Age	per Year Age Age Age Age Age Age Age	Board Meetings The	ternal Directors (*100)	External Directors ku (****) External Kansayaku (**M) + External Kansayaku (**M)			
JXTG Holdings	N/T	10,301,072	Supervisory Com.	12	6	6	18					2	3	5	1*	3	3	3	61	68	68	15	12.0 8.3	10.3		
Yokohama Rubber	N	646,272 (*1)	Kansayaku Board	6	4	3	10	2	3	3	5				1	5	3	2	58	67	65	14		7.3		
Bridgestone	N/T	3,643,427	Three Com.	4	8	8	12								1	6	2	2	65	59	59	15	15.6	15.6		
Asahi Glass	N	1,463,532	Kansayaku Board	4	3	3	7	1	3	3	4				1	5	3	3	60	65	65	14	12.0 19.0	15.0		
Nippon Sheet Glass	N	603,852	Three Com.	3	5	4	8								1	5	2	3	60	65	68	10	13.8	13.8		
Nippon Electric Glass	N	282,447	Kansayaku Board	7	2	2	9	2	2	2	4				1	6	3	3	60	70	70	14		6.3		
Sumitomo Osaka Cement	N	244,826	Kansayaku Board	6	2	2	8	2	3	3	5				1	5	5	5	63	60	60	16		9.2		
Taiheiyo Cement	N	871,113	Kansayaku Board	12	2	2	14	2	2	2	4				1	3	3	3	62	72	72	15		10.2		
Tokai Carbon	N	106,252	<i>Kansayaku</i> Board	5	2	2	7	2	2	2	4				1	8	2	2	61	73	73	14		15.8		
тото	N	592,301	Kansayaku Board	10	3	3	13	2	2	2	4				1	5	2	2	58	69	69	12		9.4		
NGK Insulators	N	451,125	Kansayaku Board	9	3	3	12	2	2	2	4				1	5	5	5	59	67	67	15		12.4		
Nippon Steel & Sumitomo Metal	N/T	5,668,663	Kansayaku Board	11	3	3	14	3	4	4	7				1	2	3	3	62	69	69	13	14.4 14.4	14.4		
Kobe Steel	N	1,881,158	Supervisory Com.	10	5	5	15					2	3	5	1*	1	3	3	59	65	65	21	11.5	11.5		
JFE Holdings	N/T	3,678,612	Kansayaku Board	5	3	3	8	2	3	3	5				1	4	1	1	64	66	66	13		11.3		
Nisshin Steel	N	614,196	Kansayaku Board	8	2	2	10	2	2	2	4				1	3	3	3	61	65	65	13		14.5		
Pacific Metals	N	41,210	Kansayaku Board	7	2	2	9	1	3	3	4				1	4	4	4	61	63	63	22	6.5 6.0	6.2		
Japan Steel Works	N	212,957	Kansayaku Board	7	2	2	9	2	2	2	4				1	1	1	1	59	68	68	18		10.4		
Nippon Light Metal Holdings	N	481,439	Kansayaku Board	9	4	3	13	3	3	3	6				1	3	3	2	61	70	70	12		5.5		

Information			Direct	tors			Kansa	yaku		Commi	ttee Me	mbers				Dire	ctors			\	\	Direct	ors & Kai	1sayaku		
Nikkei 225/TOPLX	Sales (*NI)	Structure	External	External	Grangl Independent	Interno	Externo	External	Gran Independent	Interior	External	Cran	Total	Term (years)	Average leit	Average (*)	External Inder (*)	Internal (*)	External External Age	External External Age	per Year Average Age Average Independent	Board Meetings Tio	Liternal Directors (****)	External Kansayaku (***)	External Directors (*N')	
Mitsui Mining & Smelting	N	519,215	Kansayaku Board	4	2	2	6	2	2	2	4				2	!	5	4	4	59	66	66	18			15.0
Toho Zinc	N	133,625	Supervisory Com.	4	2	2	6					1	2	3	1:	*	5	1	1	62	65	65	19	5.0		5.0
Mitsubishi Materials	N	1,599,533	Kansayaku Board	6	3	3	9	2	3	3	5				1		3	1	1	60	66	66	19			15.6
Sumitomo Metal Mining	N/T	933,517	Kansayaku Board	5	3	3	8	2	2	2	4				1		4	2	2	60	66	66	17	12.3	7.0	9.7
Dowa Holdings	N	454,754	Kansayaku Board	6	2	2	8	1	3	2	4				1		3	6	6	61	69	69	15			11.7
Furukawa	N	167,695	Kansayaku Board	6	3	2	9	2	2	1	4				2	!	5	2	2	64	73	75	16	8.3	8.0	8.2
Furukawa Electric	N	967,333	Kansayaku Board	7	5	3	12	3	3	3	6				1		3	5	6	59	71	70	20	14.6	8.5	11.9
Sumitomo Electric	N/T	3,082,247	Kansayaku Board	10	3	3	13	2	3	3	5				2	!	5	1	1	62	67	67	13			18.1
Fujikura	N	740,052	Supervisory Com.	10	4	4	14					1	4	. 5	1:	k	2	2	2	60	67	67	18	6.4		6.4
Toyo Seikan Group Holdings	N	785,278	Kansayaku Board	9	5	4	14	2	2	2	4				1		3	5	6	59	65	69	14			7.4
Recruit Holdings	N/T	2,173,385 (*1)	Kansayaku Board	4	2	2	6	2	2	1	4				1		6	0	0	53	61	61	16			13.8
Okuma	N	182,130	Kansayaku Board	9	2	2	11	2	2	2	4				1		8	12	12	60	74	74	9			4.0
Amada Holdings	N	300,655	Kansayaku Board	5	3	3	8	2	2	2	4				1		6	3	3	61	71	71	7			5.2
Japan Post Holdings	N	12,920,375 (*6)	Three Com.	6	9	9	15								1		2	3	3	65	68	68	14	8.2		8.2
SMC	Т	591,035	Kansayaku Board	8	2	2	10	1	2	2	3				1		21	4	4	72	67	67	7	9.0	6.0	7.5
Komatsu	N/T	2,501,107	Kansayaku Board	5	3	3	8	2	3	3	5				1		7	3	3	63	70	70	15	17.7	11.3	14.0
Sumitomo Heavy Industries	N	791,025	Kansayaku Board	8	2	2	10	2	2	2	4				1		5	4	4	61	67	67	15			7.6
Hitachi Construction Machinery	N	959,153 (*1)	Three Com.	7	3	3	10								1		1	3	3	62	66	66	12	14.7		14.7

			Direct				Kansa			Commi						rector						ors & Kar		
Name	Sales (****) Sales (****)	Structure	External	External	Grania Independent	Internal Internal	Extern	Extern	Grand Independent	Interior	Excer	Crana	Total	Internation (years)	External Tenure	External (*) External (*) Nerage Tenure (*)	Internal Independent	External Age	External External Age	per Year Per Age Ayerage Age Ayerage Independent	Externes Hereings Here	tornal Directors (* 1877)	External Directoryaku (**M) + External Kansayaku (**M) - Cyternal Kansayaku (**M)	tors (NN)
Kubota	N/T	1,751,535	Kansayaku Board	7	3	3	10	2	3	3	5				1	3	2	2	63	67	67	12		13.5
Ebara	N	381,993	Three Com.	6	7	7	13								1	6	2	2	62	65	65	11	10.3	10.3
Chiyoda	N	510,873 (*10)	Supervisory Com.	9	5	4	14					2	3	5]*	3	1	1	61	61	61	15	14.7	14.7
Daikin	N/T	2,290,560	Kansayaku Board	7	3	3	10	2	2	2	4				2	11	7	7	68	75	75	16		15.2
NSK	N	1,020,338	Three Com.	7	5	5	12								1	3	2	2	58	67	67	10	15.8	15.8
NTN	N	744,372	Kansayaku Board	12	2	2	14	1	3	3	4				1	4	5	5	60	71	71	18	9.5 13.0) 11.6
JTEKT	N	1,441,170	Kansayaku Board	9	3	2	12	2	2	1	4				1	2	2	3	60	73	74	16		10.2
Minebea	N	879,139	Kansayaku Board	8	3	3	11	1	3	3	4				1	5	8	8	61	65	65	13		10.5
Hitachi	N/T	9,368,614 (*1)	Three Com.	4	8	8	12								1	3	3	3	66	62	62	9	39.4	39.4
Mitsubishi Electric	N/T	4,431,198	Three Com.	7	5	5	12								1	2	4	4	60	67	67	7	13.4	13.4
Fuji Electric	N	893,451	Kansayaku Board	5	3	3	8	2	3	3	5				1	5	2	2	62	67	67	13		6.9
Yaskawa Electric	N	448,523	Supervisory Com.	8	4	4	12					1	3	4	1*	5	2	2	60	63	63	11	8.5	8.5
Nidec	Т	1,488,090	Kansayaku Board	7	2	2	9	2	3	3	5				1	13	0	0	62	70	70	25		8.0
GS Yuasa	N	410,951	Kansayaku Board	5	2	2	7	1	3	1	4				1	6	1	1	61	65	65	18		8.5
NEC	N	2,844,447 (*1)	Kansayaku Board	6	5	4	11	2	3	3	5				1	4	3	3	60	68	69	13		12.0
Fujitsu	N/T	4,098,379 (*1)	Kansayaku Board	6	4	4	10	2	3	3	5				1	4	3	3	63	65	65	NA	14.5 14.3	3 14.4
Oki Electric	N	438,026	Kansayaku Board	3	4	4	7	2	2	2	4				1	6	1	1	63	65	65	15		8.4
Seiko Epson	N	1,102,116 (*1)	Supervisory Com.	7	5	5	12					1	3	4	1*	5	2	2	57	69	69	13	15.2	15.2

Information			Direct	tors	`		Kansa	yaku		Commit	tee Me	mbers			Di	rector	5		\		Directo	ors & Kan	1sayaku	
Nikkei 225	Sales (*IVI)	Structure	External	Execupal	Cram Independent	International Total	Exteri	External	Cran Independent	Interior	External	Crance	Territoral Total	Internal (years)	External Tenure (")	External (*) External (*) External (*)	Internal Internal Independent	External Age	External Age	per Year per Age Average Independent	Extern Rectings House	tornal Directors (* 1414)	External Mansayaku (XM) + External Kansayaku (XM)	· rtors III (*M)
Panasonic	N/T	7,982,164	Kansayaku Board	8	4	4	12	2	3	3	5				1	7	5	5	63	65	65	13	16.0 13.	0 14.7
Sony	N/T	8,543,982 (*2)	Three Com.	3	9	9	12								1	5	3	3	58	64	64	8	19.3	19.3
TDK	N	1,271,747	Kansayaku Board	4	3	3	7	2	2	1	4				1	3	2	2	60	63	63	15	14.0 9.3	7 11.8
Alps Electric	N	858,317	Supervisory Com.	14	3	3	17					2	3	5	1*	8	1	1	60	64	64	12	9.3	9.3
Pioneer	N	365,417	Kansayaku Board	6	2	2	8	1	2	2	3				1	4	6	6	60	75	75	11		8.8
Yokogawa Electric	N	406,590	Kansayaku Board	5	4	4	9	2	3	3	5				1	6	4	4	57	70	70	15	12.0 10.	3 11.3
Advantest	N	207,223	Supervisory Com.	5	4	4	9					1	2	3	1*	3	4	4	61	68	68	13	10.3	10.3
Keyence	Т	526,847	Kansayaku Board	7	2	2	9		3	3	3				1	10	3	3	53	56	56	12		6.4
Denso	N/T	5,108,291 (*1)	Kansayaku Board	5	2	2	7	2	3	2	5				1	3	4	4	61	61	61	15		11.3
Casio Computer	N	314,790	Kansayaku Board	5	2	2	7	1	2	2	3				1	7	6	6	58	78	78	17		8.5
Fanuc	N/T	726,596	Kansayaku Board	10	3	3	13	2	3	3	5				1	15	4	4	58	70	70	14		18.0
Kyocera	N/T	1,577,039	Kansayaku Board	13	3	2	16	2	2	2	4				2	3	3	3	60	60	56	12	12.0 10.	0 11.2
Taiyo Yuden	N	244,117	Kansayaku Board	4	2	2	6	2	2	2	4				1	6	1	1	60	64	64	17		12.3
Murata Manufacturing	Т	1,371,842	Supervisory Com.	7	5	5	12					1	3	4	1*	8	3	3	60	63	63	10	14.0	14.0
Nitto Denko	N/T	856,262 (*1)	Kansayaku Board	6	3	3	9	2	3	3	5				1	4	5	5	58	72	72	12	9.0 10.	7 9.7
Mitsui Engineering & Shipbuilding	N	703,216	Kansayaku Board	6	2	2	8	2	2	2	4				1	6	4	4	63	69	69	15		9.8
Hitachi Zosen	N	376,437	Kansayaku Board	7	3	3	10	2	2	2	4				1	2	3	3	60	69	69	14		8.3
Mitsubishi Heavy Industries	N/T	4,110,816	Supervisory Com.	6	5	5	11					2	3	5	1*	5	3	3	64	67	67	15	16.6	16.6

Nikon N 717,078 Supervisory (*1) Com. 7 4 4 11 2 2 3 5 1* 4 2 2 61 70 70 14 10.8 10.8 Olympus N 786,497 Kansayaku Board 5 6 6 11 2 2 2 4 1 1 4 2 2 61 69 69 26 12.2	Informatio	n		Direc	tors		Ka	insayı	aku		Commi	ttee Me	mbers			D	irector	s		\		Direct	ors & Kai		
Industries No. 1,574,642 Board 9 3 3 16 12 2 3 3 3 5 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Nikkel *	Sales (***)	Structure	Internal Internal	External	Cranal Independent	Internal Internal Internal	External	Extering	Granial Independent	International Total	External	Cranal	Term Total	Internal	External Ext	External (*) External (*) External (*)	Internal Internal Independent	Exterrice Age	External Age	per Year Age Age Average Independent	Board Meetings Ho	ternal Directors (***)	External Directory (*M) + External Konsovaku (*M) - External Konsovaku (*M)	-tors ((*N)
Concordia Financial N 327,600 Kantepoku 4 3 3 7 2 3 3 5		N	1,574,242		9	3	3 1	12	2	3	3	5				1	3	1	1	63	62	62	15		10.0
Nissan Nit 11,951,169 Board 4 3 3 7 2 3 3 5 1 1 1 1 1 38 69 69 0 7.2	ІНІ	N	1,590,333		8	4	4 1	12	2	3	3	5				1	3	2	2	61	64	64	18		9.0
Suzzu N/T 2,070,359 Konneyeku 8 2 2 10 2 3 3 5 2 2 4 1 1 62 67 67 15 10.3 Toyota N/T 2,9379,510 Konneyeku 6 3 3 9 3 3 3 6 2 2 4 1 1 62 67 67 15 2.0 18.0 22.5 Hino N 1,837,982 Konneyeku 8 2 2 10 2 2 2 4 2 1 1 2 3 3 6 6 60 15 27.0 18.0 22.5 Hino N 1,837,982 Konneyeku 8 2 2 10 2 3 3 5 2 2 1 1 1 1 0 67 66 67 14 1 1 1 0 Mitsubishi Motors N 2,192,389 Konneyeku 8 2 2 10 2 3 3 5 2 2 2 4 2 3 5 10 1 1 1 0 67 66 67 14 1 1 1 1 1 Mazda N/T 3,474,024 Konneyeku 8 2 2 10 2 3 3 5 2 2 2 4 5 5 60 73 73 18 10.8 Honda N/T 15,361,146 Supervisory 9 5 5 14 2 2 3 5 2 2 4 2 3 5 10 3 2 2 5 67 67 10 12.8 3.7 9.4 Suzuki N/T 3,405,221 Konneyeku 6 2 2 8 2 2 2 4 2 3 5 10 1 3 2 2 5 60 67 10 12.8 3.7 9.4 Subaru N/T 3,405,221 Konneyeku 6 2 2 8 2 2 2 4 2 2 1 1 3 2 2 5 60 67 10 12.8 3.7 9.4 Subaru N/T 3,405,221 Konneyeku 6 2 2 8 2 2 2 4 2 2 1 1 3 2 2 5 60 67 10 12.8 3.7 9.4 Nikon N 1,670,090 Konneyeku 6 3 3 9 2 2 2 4 2 2 4 2 2 6 6 6 6 6 6 1 3 8.3 6.0 7.3 Sikon N 786,497 Konneyeku 6 3 3 9 2 2 2 4 2 2 4 2 2 6 6 6 6 6 6 1 2 2 2 6 6 6 6 6 6 6		N			4	3	3	7	2	3	3	5				1	1	1	1	58	69	69	0		7.2
Toyota N/T 29,379,510	Nissan	N/T	11,951,169		6	3	3	9	1	3	3	4				2	10	3	3	64	61	61	NA		25.5
Hino N 1,837,982 Kansayaku Baard Baa	lsuzu	N/T	2,070,359		8	2	2 1	10	2	3	3	5				2	4	1	1	62	67	67	15		10.3
Mitsubishi Motors N 2,192,389	Toyota	N/T	29,379,510		6	3	3	9	3	3	3	6				1	8	0	0	65	60	60	15	27.0 18.0	0 22.5
Mazda N/T 3,474,024 Kansayaku Board Ronad	Hino	N	1,837,982		8	2	2 1	10	2	2	2	4				1	2	3	3	61	74	74	13		9.6
Honda N/T 15,361,146 Supervisory (*1) Com. 9 5 5 14 2 2 8 2 3 3 5 1* 3 2 2 59 67 67 10 12.8 3.7 9.4 Suzuki N/T 3,757,219 Kansayaku Board 6 2 2 8 2 8 2 2 2 4 1 1 1 4 6 6 6 66 82 82 19 13.5 9.0 10.8 Subaru N/T 3,405,221 Kansayaku Board 7 4 4 11 2 2 2 2 4 1 1 3 2 2 2 58 61 61 13 8.3 6.0 7.3 Nikon N 11,670,090 Kansayaku Board 7 4 4 11 2 2 2 2 4 1 1 3 2 2 2 61 70 70 14 10.8 10.8 Clympus N 786,497 Kansayaku Board 6 3 3 3 9 2 2 2 2 4 1 1 5 3 3 3 60 66 66 14 8.2 Screen Holdings N 339,368 Kansayaku Board 6 3 3 3 9 2 2 2 2 4 1 1 2 5 3 3 3 60 66 66 14 8.2 Hoya T 535,612 Three Com. 1 6 6 7 1 1 1 2 5 4 4 5 9 70 70 10 14.6 14.6	Mitsubishi Motors	N	2,192,389		2	6	2	8	2	3	2	5				1	14	1	0	67	66	67	14		15.0
Honda N/1 (*1) Com. 9 5 5 5 14 2 2 3 5 1* 3 2 2 59 67 67 10 12.8 3.7 9.4 Suzuki N/T 3,757,219 Kansayaku Board 6 2 2 8 2 3 3 3 5 1* 1 14 6 6 6 66 82 82 19 13.5 9.0 10.8 Subaru N/T 3,405,221 Kansayaku Board 6 2 2 8 2 2 2 4 1 1 2 3 3 5 59 70 70 17 11.5 Yamaha Motor N 1,670,090 Kansayaku Board 7 4 4 11 2 2 2 4 1 1 3 2 2 58 61 61 13 8.3 6.0 7.3 Nikon N 717,078 Supervisory (*1) Com. 7 4 4 11 2 2 2 4 1 1 4 2 2 61 69 69 26 12.2 Screen Holdings N 339,368 Kansayaku Board 6 3 3 9 2 2 2 4 1 1 5 3 3 60 66 66 14 8.2 Hoya T 533,612 Three (*1) Com. 1 6 6 7 1 1 2 5 4 4 59 70 70 10 14.6 14.6	Mazda	N/T	3,474,024		8	2	2 1	10	2	3	3	5				2	4	5	5	60	73	73	18		10.8
Subaru N/T 3,405,221	Honda	N/T			9	5	5 1	14					2	3	5	1*	3	2	2	59	67	67	10	12.8 3.7	9.4
Yamaha Motor N 1,670,090 Kansayaku Board 7 4 4 11 2 2 2 2 2 2 2 2 2 2 2 2 2 2 3 3 39 70 70 11 3 2 2 5 61 61 13 8.3 6.0 7.3 Nikon N 717,078 Supervisory Com. 7 4 4 11 2 2 2 3 5 1* 4 2 2 61 70 70 14 10.8 10.8 Olympus N 786,497 Kansayaku Board 5 6 6 11 2 2 2 4 1 4 2 2 61 69 69 26 12.2 Screen Holdings N 339,368 Kansayaku Board 6 3 3 9 2 2 2 4 1 5 3 3 60 66 66 14 8.2 Hoya T	Suzuki	N/T	3,757,219		6	2	2	8	2	3	3	5				1	14	6	6	66	82	82	19	13.5 9.0	10.8
Nikon N 717,078 Supervisory (*1) Com. 7 4 4 11 2 2 2 4 2 61 70 70 14 10.8 10.8 Olympus N 786,497 Kansayaku Board 5 6 6 11 2 2 2 4 1 1 5 3 3 60 66 66 14 8.2 Screen Holdings N 339,368 Kansayaku Board 6 3 3 9 2 2 2 4 1 1 5 3 3 60 66 66 14 8.2 Hoya T 535,612 Three (*1) Com. 1 6 6 7 1 1 25 4 4 59 70 70 10 14.6 14.6	Subaru	N/T	3,405,221	Kansayaku Board	6	2	2	8	2	2	2	4				1	2	3	3	59	70	70	17		11.5
Olympus N 786,497 Kansayaku Board 5 6 6 11 2 2 2 4 1 4 2 2 61 69 69 26 12.2 Screen Holdings N 339,368 Kansayaku Board 6 3 3 9 2 2 2 4 1 5 3 3 60 66 66 14 8.2 Hoya T 535,612 Three (*1) Com. 1 6 6 7 1 2 2 3 4 4 59 70 70 10 14.6 14.6	Yamaha Motor	N	1,670,090		7	4	4 1	11	2	2	2	4				1	3	2	2	58	61	61	13	8.3 6.0	7.3
Screen Holdings N 339,368	Nikon	N		Supervisory Com.	7	4	4 1	11					2	3	5	1*	4	2	2	61	70	70	14	10.8	10.8
Hoya T 535,612 Three (*1) Com. 1 6 6 7 1 25 4 4 59 70 70 10 14.6 14.6	Olympus	N	786,497	Kansayaku Board	5	6	6 1	11	2	2	2	4				1	4	2	2	61	69	69	26		12.2
Capan N/T 4080015 Kansayaku 5 2 2 7 2 3 3 5 1 17 4 4 72 70 70 9 245 155 185	Screen Holdings	N	339,368		6	3	3	9	2	2	2	4				1	5	3	3	60	66	66	14		8.2
	Ноуа	Т			1	6	6	7								1	25	4	4	59	70	70	10	14.6	14.6
	Canon	N/T	4,080,015		5	2	2	7	2	3	3	5				1	17	4	4	72	70	70	9	24.5 15.5	5 18.5

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Information			Direc	tors			Kansa	yaku	1	Commi	tee Me	mbers			Di	rectors	5		\		Directo	ors & Kan			
Nikkel **** Name	Sales V	Structure	Internal	External	Gran Independent	Internal	Extern	External	Grand Independent	Internity Total	Exterior	Cran	Term of Total	Internal (years)	External External Tenure	External (*) External (*) External (*)	Internal Independent	External External Average Age	External Age	per Year Per Year Per Age Per Age Pendent	Externings Here	Extra Directors (*101)	- External Kansayaku (****)	External Directors	;
Ricoh	N	2,063,363	Kansayaku Board	4	4	4	8	2	3	3	5				1	4	2	2	62	67	67	15	14.3	7.3	10.8
Citizen Watch	N	320,047	Kansayaku Board	8	2	2	10	1	2	2	3				1	3	2	2	59	70	70	17	6.3	12.5	9.0
Toppan Printing	N	1,452,751	Kansayaku Board	16	3	2	19	2	3	3	5				1	8	6	5	63	58	51	18			13.3
Dai Nippon Printing	N	1,412,251	<i>Kansayaku</i> Board	9	2	2	11	2	3	3	5				1	19	10	10	69	73	73	11			22.2
Yamaha	N	432,967	Three Com.	3	6	6	9								1	3	1	1	60	62	62	13	7.5	2.0	6.1
Nintendo	Т	1,055,682	Supervisory Com.	6	3	3	9					1	3	4	1*	5	1	1	55	60	60	12	9.3		9.3
Itochu	N/T	5,510,059 (*7)	Kansayaku Board	5	3	3	8	2	3	3	5				1	4	1	1	62	65	65	15	11.3	9.0	10.1
Marubeni	N/T	7,540,337 (*7)	Kansayaku Board	6	4	4	10	2	3	3	5				1	4	3	3	62	67	67	18			8.4
Toyota Tsusho	N	6,491,035 (*7)	<i>Kansayaku</i> Board	8	4	3	12	2	3	2	5				1	4	2	3	60	64	65	13			13.8
FamilyMart UNY Holdings	N	1,275,300 (*4)	Kansayaku Board	11	2	2	13	1	4	3	5				1	2	1	1	60	65	65	20	10.0	8.5	9.0
Mitsui & Co.	N/T	4,892,149 (*7)	Kansayaku Board	9	5	5	14	2	3	3	5				1	2	4	4	59	65	65	15			15.1
Tokyo Electron	N/T	1,130,728	Kansayaku Board	9	3	3	12	2	3	2	5				1	9	5	5	60	65	65	11	31.0	12.0	18.3
Sumitomo Corp.	N/T	4,827,323 (*7)	<i>Kansayaku</i> Board	6	5	5	11	2	3	3	5				1	2	1	1	62	67	67	21	8.2	12.7	9.9
Mitsubishi Corp.	N/T	7,567,394 (*7)	<i>Kansayaku</i> Board	8	5	5	13	2	3	3	5				1	2	2	2	61	63	63	14	20.0	13.0	17.7
Unicharm	Т	641,647	Supervisory Com.	9	2	2	11					1	2	3	1*	14	2	2	65	68	68	18	6.3		6.3
Takashimaya	N	949,572 (*4)	<i>Kansayaku</i> Board	9	3	3	12	2	2	2	4				1	5	6	6	61	70	70	14			9.6
Marui Group	N	238,999 (*1)	<i>Kansayaku</i> Board	4	3	3	7	2	2	2	4				1	12	2	2	56	56	56	10			10.8
Credit Saison	N	292,183 (*4)	<i>Kansayaku</i> Board	13	3	2	16	1	2	2	3				1	10	1	1	57	56	55	21	5.0	12.0	7.6

Information			Direc	tors			Kansa			Commi	ttee Me				Di	rector	S				Direct	ors & Kar	ısayaku		
Nikkei 225/TOPIX IV	Sales (*Ni)	Structure	External	External	Granial Independent	Internal Total	Extern	External	Grand Independent	Interior	Exter	Granu	Terry Total	Internal Internal	External Tenure (*)	External (*) External (*) External (*)	Internal Internal Internal Independent	Externa: Externa: Average Age	Externa Externa Average Age	per Year Average Age Average Independent	Board Meetings Ho	Exernal Directors (*1007)	+ External Kansayaku (*NI)	External Directors (*M)	;
Aeon	N/T	8,390,012 (*4)	Three Com.	4	5	5	9								1	12	2	2	66	67	67	7	10.7		10.7
Shinsei Bank	N	383,869 (*9)	Kansayaku Board	2	5	5	7	1	2	2	3				1	2	9	9	55	64	64	6			10.3
Aozora Bank	N	148,819 (*9)	Kansayaku Board	4	4	4	8	1	2	2	3				1	4	6	6	62	70	70	13			13.3
Mitsubishi UFJ Financial Group	N/T	6,068,061 (*9)	Three Com.	7	8	8	15								1	2	3	3	61	65	65	11	20.4		20.4
Resona Holdings	N/T	742,927 (*9)	Three Com.	4	6	6	10								1	5	4	4	57	70	70	18	11.1		11.1
Sumitomo Mitsui Trust Holdings	N/T	1,350,946 (*9)	Three Com.	8	7	7	15								1	3	2	2	60	68	68	16	13.4	2.3	10.1
Sumitomo Mitsui Financial Group	N/T	5,764,172 (*9)	Three Com.	10	7	7	17								1	4	2	2	60	66	66	10	9.3		9.3
Chiba Bank	N	234,096 (*9)	Kansayaku Board	6	3	3	9	2	3	3	5				2	4	2	2	57	66	66	16			11.6
Fukuoka Financial Group	N	237,572 (*9)	Kansayaku Board	11	2	2	13	1	2	1	3				1	6	2	2	63	58	58	13			7.8
Shizuoka Bank	N	224,091 (*9)	Kansayaku Board	8	2	2	10	2	3	3	5				1	4	3	3	59	59	59	11			6.0
Mizuho Financial Group	N/T	3,561,125 (*9)	Three Com.	8	6	6	14				,				1	3	3	3	57	72	72	14	16.6		16.6
Orix	Т	2,862,771 (*4)	Three Com.	6	6	6	12								1	2	6	6	60	68	68	8	13.5		13.5
Daiwa Securities Group	N/T	712,601 (*4)	Three Com.	8	6	6	14								1	4	3	3	56	67	67	11	18.7		18.7
Nomura Holdings	N/T	1,972,158 (*8)	Three Com.	4	6	6	10								1	8	2	2	61	65	65	10	20.7		20.7
Matsui Securities	N	32,210 (*4)	Kansayaku Board	8	2	2	10		3	3	3				1	12	4	4	49	65	65	17			8.4
Sompo Holdings	N/T	3,770,052 (*6)	Kansayaku Board	8	4	4	12	2	3	3	5				1	3	4	4	57	59	59	14			10.9
MS&AD Insurance Group Holdings	N/T	5,217,835 (*6)	Kansayaku Board	7	5	5	12	2	2	2	4				1	4	1	1	63	62	62	15			7.8
Sony Financial Holdings	N	1,503,630 (*6)	Kansayaku Board	7	3	3	10	1	2	2	3				1	5	4	4	60	63	63	16	10.0	15.5	12.8

Information			Direct	tors	\		Kansa	yaku		Commi	ttee Me	mbers			Di	rector	S		\		Directo	ors & Kan		
Nikkei 225/TOPIA	Sales (*W)	Structure	External	External	Gran Independent	International Total	External	External	Grand Independent	Interior	Extre	Granu	Terroral	Interria:	External Tenure (*)	External (*) External (*) External (*)	Internal Internal Tenure (*)	Exterria: Exterria: Average Age	External Age	per Year Per Age Average Independent	Externes House	tornal Directors (*1017)	External Director (*M) + External Kansayaku (*M) - cyternal Kansayaku (*M)	ors and
Dai-ichi Life Holdings	N/T	7,037,827 (*6)	Supervisory Com.	9	6	6	15					2	3	5	1*	6	2	2	60	62	62	14	13.2	13.2
Tokio Marine Holdings	N/T	5,399,115 (*6)	Kansayaku Board	9	4	4	13	2	3	3	5				1	4	5	5	61	70	70	11	11.2 14.0	12.3
T&D Holdings	N/T	1,928,359 (*6)	Kansayaku Board	9	3	3	12	2	2	2	4				1	3	2	2	59	57	57	21	8.7 9.5	9.0
Mitsui Fudosan	N/T	1,751,114	Kansayaku Board	8	4	4	12	2	3	3	5				2	6	4	4	62	68	68	13		10.9
Mitsubishi Estate	N/T	1,194,049 (*4)	Three Com.	8	7	7	15								1	4	3	3	61	67	67	9	15.3	15.3
Tokyo Tatemono	N	266,983 (*4)	Kansayaku Board	8	4	4	12	2	2	2	4				2	7	2	2	59	66	66	12		5.5
Sumitomo Realty & Development	N/T	948,402 (*4)	Kansayaku Board	10	1	1	11	2	2		4				2	11	3	3	61	81	81	NA		32.3
Tobu Railway	N	569,519 (*4)	Kansayaku Board	7	2	2	9	2	3	3	5				1	9	0	0	61	66	66	12		8.4
Tokyu	N	1,138,612 (*4)	Kansayaku Board	13	4	3	17	2	2	2	4				1	5	5	4	60	75	75	13	8.3 14.3	11.3
Odakyu Electric Railway	N	524,660 (*4)	Kansayaku Board	12	3	3	15	2	3	3	5				1	5	8	8	60	76	76	13		10.3
Keio	N	434,697 (*4)	Kansayaku Board	16	2	2	18	1	3	3	4				1	5	5	5	58	70	70	11		13.8
Keisei Electric	N	255,028 (*4)	Kansayaku Board	14	2	2	16		5	5	5				1	4	2	2	56	68	68	10		12.7
East Japan Railway	N/T	2,950,156 (*4)	Kansayaku Board	12	3	3	15	1	4	4	5				2	6	4	4	61	68	68	16		15.4
West Japan Railway	N/T	1,500,445 (*4)	Kansayaku Board	10	5	5	15	1	3	3	4				1	4	5	5	60	68	68	13		12.0
Central Japan Railway	N/T	1,822,039 (*4)	Kansayaku Board	14	3	3	17	1	4	4	5				2	7	11	11	63	74	74	16		21.5
Nippon Expess	N	1,995,317	Kansayaku Board	11	3	3	14	2	3	3	5				1	4	4	4	61	66	66	21		11.7
Yamato Holdings	N/T	1,538,813 (*4)	Kansayaku Board	6	4	4	10	2	2	2	4				1	5	4	4	62	70	70	18		10.2
Nippon Yusen	N	2,183,201	Kansayaku Board	6	3	3	9	2	2	2	4				1	7	4	4	61	66	66	15	14.3 13.5	14.2

Information			Direct	tors		Ka	nsayal	ku	C	Commi	tee Mer	mbers			Di	rector	s		\		Direct	ors & Ka			
Nikkei 225/TU	Sales (*W)	Structure	External	External	Cramal Independent	Internal Internal	External	External	Grand 'J A Independent	Internity of Total	External	Granic	Term V	Internal (Nears)	External External Tenure	External (*) External (*)	Internal Independent	External External Age	External Age	per Year Per Age Average Independent	Board Meetings Fic	Liternal Directors (***)	+ External Kansayaku (***)	External Directors (*N')	
Mitsui O.S.K. Lines	N	1,652,393	Kansayaku Board	6	3	3 9)	2	2	2	4				1	4	4	4	60	68	68	10			11.2
Kawasaki Kisen	N	1,162,025	Kansayaku Board	6	3	3 9)	1	2	2	3				1	4	2	2	61	66	66	14			7.7
Japan Airlines	Т	1,383,257 (*4)	Kansayaku Board	7	3	3 1	0	2	3	3	5				1	3	2	2	60	69	69	NA			11.0
ANA Holdings	N/T	1,971,799	Kansayaku Board	7	3	3 1	0	2	3	3	5				1	6	7	7	62	68	68	12			15.7
Mitsubishi Logistics	N	215,407 (*4)	Kansayaku Board	11	3	3 1	4	2	3	3	5				1	2	13	13	60	81	81	12	9.3	11.7	10.5
SKY Perfect JSAT Holdings	N	145,501 (*4)	Kansayaku Board	7	4	2 1	1		4	2	4				1	6	4	6	63	68	70	19			7.4
NTT	N/T	11,799,587 (*4)	Kansayaku Board	10	2	2 1	2	2	3	3	5				2	3	6	6	58	77	77	12			15.0
KDDI	N/T	5,041,978	Kansayaku Board	9	5	3 1	4	2	3	3	5				1	6	1	2	59	66	71	12	12.5	16.7	13.9
NTT Docomo	N/T	4,769,409 (*4)	Kansayaku Board	12	2	2 1	4	1	4	2	5				2	2	4	4	56	61	61	14			18.0
Tokyo Electric Power	N	5,850,939	Three Com.	7	6	6 1	3								1	1	2	2	53	68	68	19	7.0		7.0
CHUBU Electric Power	N/T	2,853,309 (*3)	Kansayaku Board	10	2	2 1	2	2	3	3	5				1	3	2	2	61	61	61	14			10.2
Kansai Electric Power	N/T	3,133,632 (*3)	Kansayaku Board	11	3	3 1	4	3	4	4	7				1	5	7	7	62	74	74	15			7.9
Tokyo Gas	N/T	1,777,344	Kansayaku Board	5	3	3 8	3	2	3	3	5				1	3	3	3	61	64	64	13	11.3	8.0	9.4
Osaka Gas	N/T	1,296,238	Kansayaku Board	10	3	3 1	3	2	3	3	5				1	4	5	5	59	72	72	13	10.7	10.7	10.7
Toho	N	242,668 (*5)	Supervisory Com.	14	3	2 1	7					1	3	4	1*	7	4	2	57	61	58	10	7.3		7.3
NTT Data	N	2,117,167	Kansayaku Board	9	2	2 1	1		4	2	4				2	1	3	3	56	70	70	16			21.0
Tokyo Dome	N	83,686	Kansayaku Board	7	3	3 1	0	2	2	1	4				1	7	13	13	63	73	73	6			4.8
Secom	N/T	970,624	Kansayaku Board	8	3	3 1	1	2	3	3	5				1	11	3	3	62	70	70	12	9.3	6.3	7.6

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Konami	N	239,497 (*2)	Kansayaku Board	6	3	3	9	1	4	4	5				1	10	6	6	57	66	66	10		11.6
Konami	Т	572,060	Supervisory Com.	6	4	4	10					1	3	4	1*	12	3	3	64	67	67	13	9.2	9.2
Fast Retailing	N/T	1,861,917 (*1)	Kansayaku Board	1	5	4	6	2	3	3	5				1	45	9	9	68	65	65	13		10.0
SoftBank Group	N/T	9,158,765	Kansayaku Board	9	3	3	12	1	3	2	4				1	11	6	6	56	66	66	19		8.8

^{*}Nikkei 225/TOPIX 100: N=company listed on Nikkei 225; T=company listed on TOPIX 100; N/T=company listed on both Nikkei 225 and TOPIX 100

^{*}Information not listed in the company's securities report was sourced from the Tokyo Stock Exchange's Listed Company Information, Notice of AGM and attachments on the company's website, or from Independent Director Reports. NA indicates that the information was unable to be confirmed from any of these sources

^{*}Left blank when category is not applicable

^{*}Tenure is listed as "o" years where the appointment was made in the current year

^{*}Supervisory Committee terms are two years.

^{*}Sales notes

^{*1:} Sales

^{*2:} Sales and operating income

^{*3:} Sales (operating revenue)

^{*4:} Operating revenue

^{*5:} Operating income

^{*6:} Ordinary revenue

^{*7:} Revenue

^{*8:} Total revenue

^{*9:} Consolidated ordinary revenue

^{*10:} Construction revenue

ABOUT SPENCER STUART

Spencer Stuart is a global leadership advisory firm with offices in 57 cities in 30 countries. We recruit senior executives and board directors, conduct internal assessments to identify next-generation corporate leaders, and offer leadership consulting services. Since our founding in 1956, we have been providing a broad range of services to meet the needs of client companies, based on the extensive network of senior executives we have built around the world. Spencer Stuart established its Japan office in 1985.

ABOUT OUR BOARD SERVICES

Structuring boards and ensuring their effectiveness are key themes in corporate governance for all types of organizations around the world. Boards everywhere are exploring ways to reform their operations, hire external directors with greater independence, and introduce new management monitoring methods as new laws are passed, regulations change, and investors call for better governance. Spencer Stuart's Board Practice supports our clients in addressing these issues through the recruitment of board directors, through consulting services, and by assisting our clients in strengthening their board structures and establishing better governance. In Japan, for over 30 years Spencer Stuart has served a variety of clients including multinational corporations, start-ups, private companies, and non-profit organizations by conducting board searches and providing counseling services. As we continue to expand our Board Service, we hope to contribute to stronger corporate governance in Japan.

OUR EXPERTISE

- External director and kansayaku recruitment
- Consulting services related to board structure and operation based on local experience and insight, and through our global Board Practice
- Board assessment of individual board members and evaluation of boards in relation to client-company organization and business situation
- Studies of Japanese board trends and best practice, including publication of a compilation of these findings in the Japan Board Index and other reports
- Round-table discussions and seminars for directors and kansayaku

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