



SpencerStuart

2019 Japan

Spencer Stuart

Board Index



## CONTENTS

---

Introduction	4
Key Findings	6
Board Structure	8
Board Organization and Processes	26
Compensation	28
Comparative Data	31

### 2019 Japan Spencer Stuart Board Index

The *Japan Spencer Stuart Board Index* is an annual report which surveys and analyzes trends among Japanese companies and the issues faced by boards. The 2019 *Japan Spencer Stuart Board Index* is the eighth 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.

Japanese corporate governance is becoming more regulated as a result of the Revised Companies Act and introduction of the Corporate Governance Code in 2015, and revisions to the Corporate Governance Code in 2018. Measurable progress is taking place in the ratio of external directors on boards, and in the number of companies transferring to the committee governance structure.

2019 saw progress in board diversity. Among TOPIX 100 companies, those with women on their boards finally passed the 10% mark. One factor that cannot be overlooked was the policy of Glass Lewis, a proxy advisory services company, which stated that from 2020 companies listed on the First or Second Sections of the Tokyo Stock Exchange that had not appointed women executives would be infringing the CEO appointment resolution. In addition, the 30% Club, an international entity that actively supports increasing the ratio of women on boards, established a presence in Japan in 2019. We anticipate that such efforts to increase female representation on boards will increase. A similar trend is apparent in foreign representation, with companies such as Toshiba Corporation and Nissan Motor Co., Ltd. proactively inviting foreign nationals onto their boards.

In contrast, there were many instances in 2019 that revealed a lack of maturity in effective governance. Acceptance of unlawful payments by Kansai Electric Power Co. Inc. executives sent shockwaves through society, as the company appeared to have a perfect governance system in place in terms of the number of external directors and auditors and internal reporting systems. At Nissan Motor Co., Ltd., revelations starting with former Chairman Carlos Ghosn's misrepresentations in the company's securities report were symbolic of a number of instances that revealed imperfect governance. Since this incident, Nissan has transferred to a committee structure, with an external director heading the nomination committee, and similar measures to promote management reform, which represent a major shift toward strengthening governance. Yahoo! Japan's dismissal of Askul Corp.'s independent external directors brought to our attention the unique issues in Japanese corporate governance and how we perceive the influence that listed parent and subsidiary companies can have on minority shareholders.

Tangible instances of weakness in governance put pressure on company executives at annual general meetings in 2019. In sharp contrast to traditional Japanese annual general meetings, which were often rubber-stamp proceedings, the ratio of votes against the agenda items and the number of agenda items from shareholders were the largest so far. At Lixil Corporation, the sudden dismissal of its CEO made the front pages day after day, the annual general meeting lasted for almost five hours, as the company

---

and shareholders discussed the nomination of board members, with the unprecedented passage of the shareholders' proposal. At companies where profits were poor or there were instances of wrongdoing, shareholders were actively engaged in questioning company actions. At the annual general meeting of the Suruga Bank, while management apologized for wrongdoing in relation to fraudulent loans, angry and vocal shareholders focused their attention on terminating the relationship with the founding family and revision of the repayment conditions for the owners of problematic shared accommodation units.

Companies must strengthen their corporate governance to address the requirements of the various stakeholders such as government authorities, shareholders, and investors by improving the quality and increasing the number of those they hire for external director positions. In particular, it will be necessary to develop external director talent and secure people with more diverse backgrounds. Companies must establish governance systems that go beyond mere form and introduce substance to their corporate governance structures.

The 2019 *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 status 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 thorough our board work. We also conduct board searches and offer consulting services related to board structure, as well as research in this area. The 2019 *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.

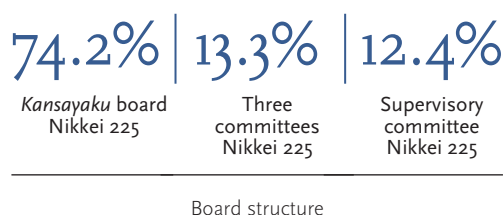
For over 30 years Spencer Stuart has published the *U.S. Spencer Stuart Board Index*, a survey of companies listed on the U.S. S&P 500 index. The *U.S. Spencer Stuart Board Index* is highly regarded by U.S. companies for the valuable information it provides. Board Index reports are now published annually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

We hope information from The 2019 *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.



## KEY FINDINGS

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 86 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.



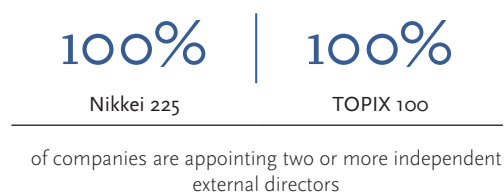
The Revised Companies Act of May, 2015 introduced a third oversight body, the “company with supervisory committee” for the purpose of enhancing the board supervisory function. Companies now have a choice of three board structures: “company with *kansayaku* board,” “company with three committees,” and “company with supervisory committee.” Over the past four 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.



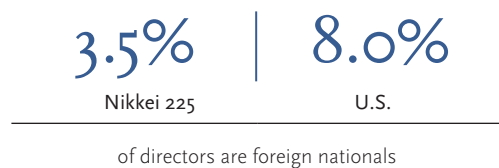
The total number of external directors is 875 for Nikkei 225 companies, and 428 for TOPIX 100 companies, and both are increasing. The ratio of independent directors among the external director group is 97.1% for Nikkei 225 companies, and 99.1% for TOPIX 100 companies, and independent external directors with no conflict of interest are establishing a stronger presence.



Companies listed on the Nikkei 225 and TOPIX 100 indexes that have appointed two or more external directors, and two or more independent external directors reached 100 percent. In 2019, all companies met the specific requirement of the Corporate Governance Code regarding external directors.



Foreign directors have been appointed at 20.9% of Nikkei 225 companies, and at 29.7% of TOPIX 100 companies, the same level as last year, excluding the impact of changes to the listings. The ratio of foreign nationals on boards is showing a slight increase over last year, at 3.5% for Nikkei 225 companies and 5.1% for TOPIX 100 companies. However, figures remain low compared with France at 36.6%, the United Kingdom at 33.2%, Germany at 31.5%, and the United States at 8.0%.



Women are on the boards of 70.7% of Nikkei 225 companies and 77.2% 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 around 100%. The ratio of women among all directors is 8.8% for Nikkei 225 companies and 9.9% for TOPIX 100 companies. This is far below the ratio of over 20% in the four countries named above. There is only one company from among both the Nikkei 225 and TOPIX 100 companies that has over 30% of directors who are women, compared with France at 95%, Germany at 83%, the United Kingdom at 56%, and the United States at 34%.

8.8% | 26.0%

Japan

U.S.

of directors are women

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.

72.9% | 71.1%

Nikkei 225 (2018)

Nikkei 225 (2019)

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

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 seven and nine times a year.

14.1 meetings | 7.9 meetings

Japan

U.S.

board meetings held per year

Average compensation for both external directors and external *kansayaku* is ¥12.01 million for Nikkei 225 companies, and ¥13.91 million for TOPIX 100 companies. Both figures represent a 2-3% increase over the previous year.

¥11.74 | ¥12.01

million

million

Nikkei 225 (2018)

Nikkei 225 (2019)

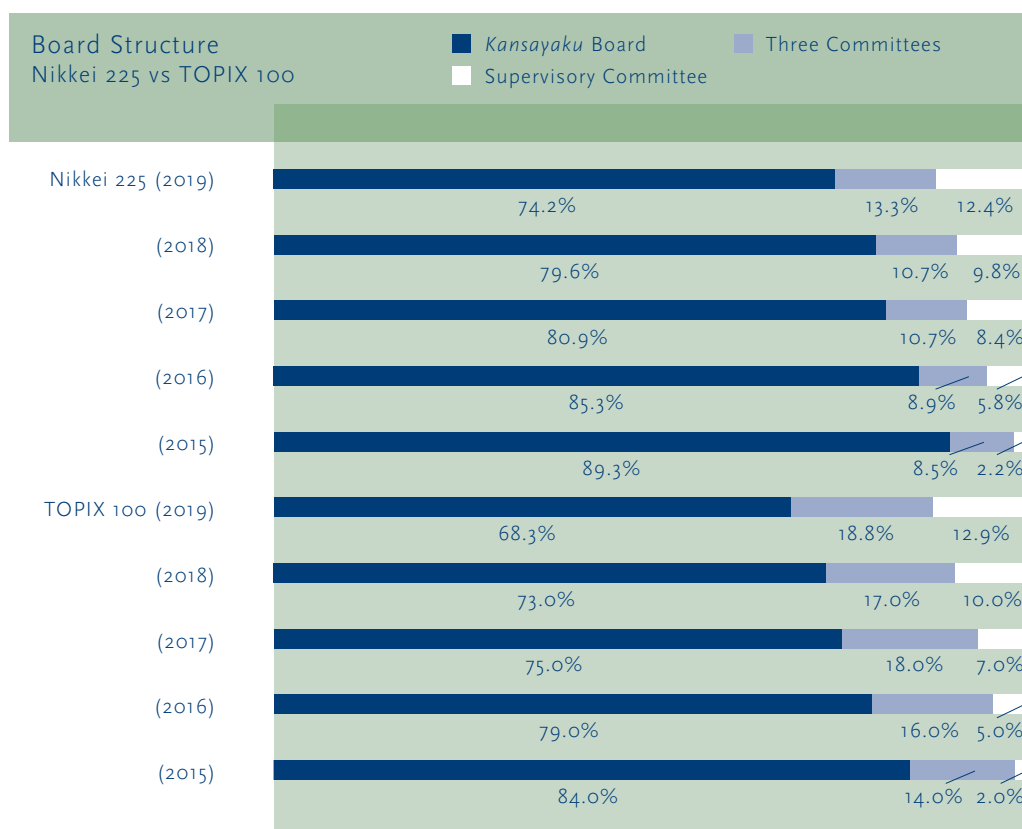
average compensation paid to external directors (external directors and *kansayaku*)

#### 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 2019. Due to the timing of listed company changeover, data from 101 companies was used for the TOPIX 100 index. For purposes of international comparison, we have also looked at the United States, the United Kingdom, Germany, and France, using 2019 data from 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 France's CAC 40. (Numbers are rounded up, and percentages are rounded up to two decimal places.)

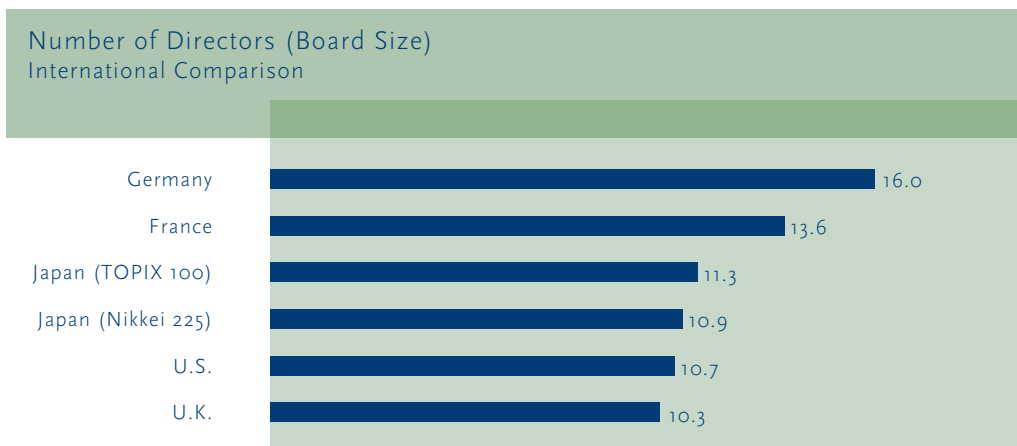
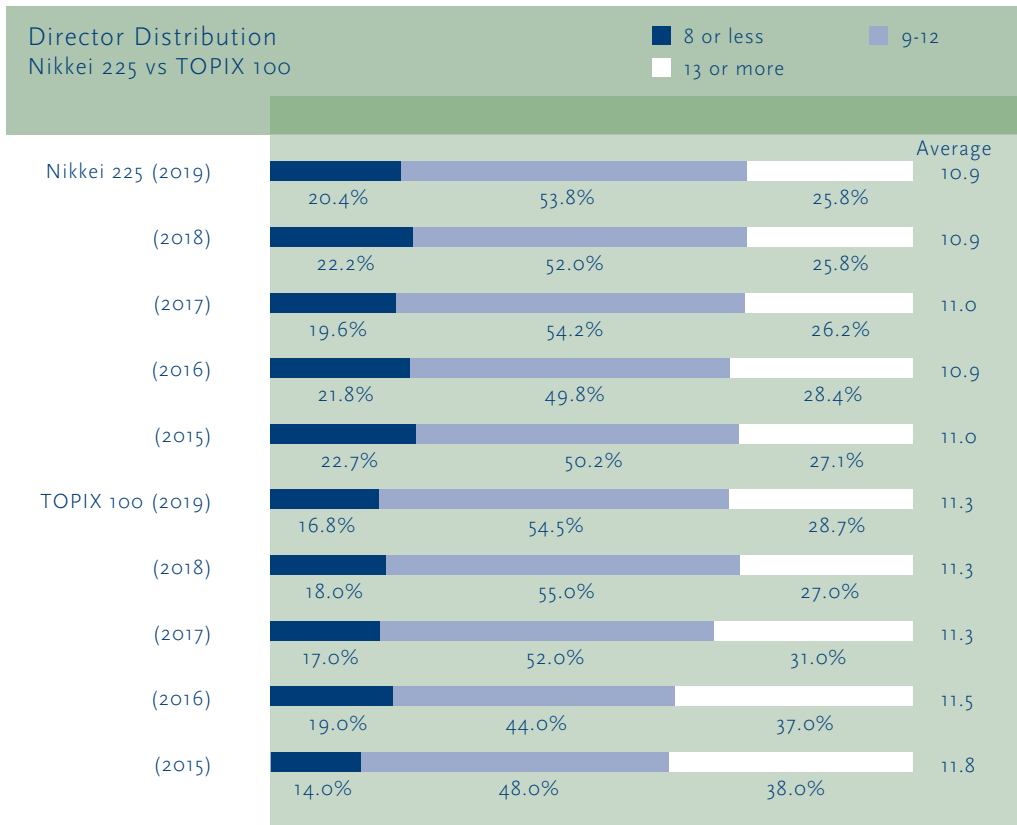
## BOARD STRUCTURE

In order to enhance the board supervisory function, the Revised Companies Act of May 1, 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. Ratios in 2019 are 12.4% of Nikkei 225 companies (9.8% in the previous year) and 12.9% of TOPIX 100 companies (10.0% in the previous year). There has been an increase over last year of companies on both indexes adopting the three committees structure.



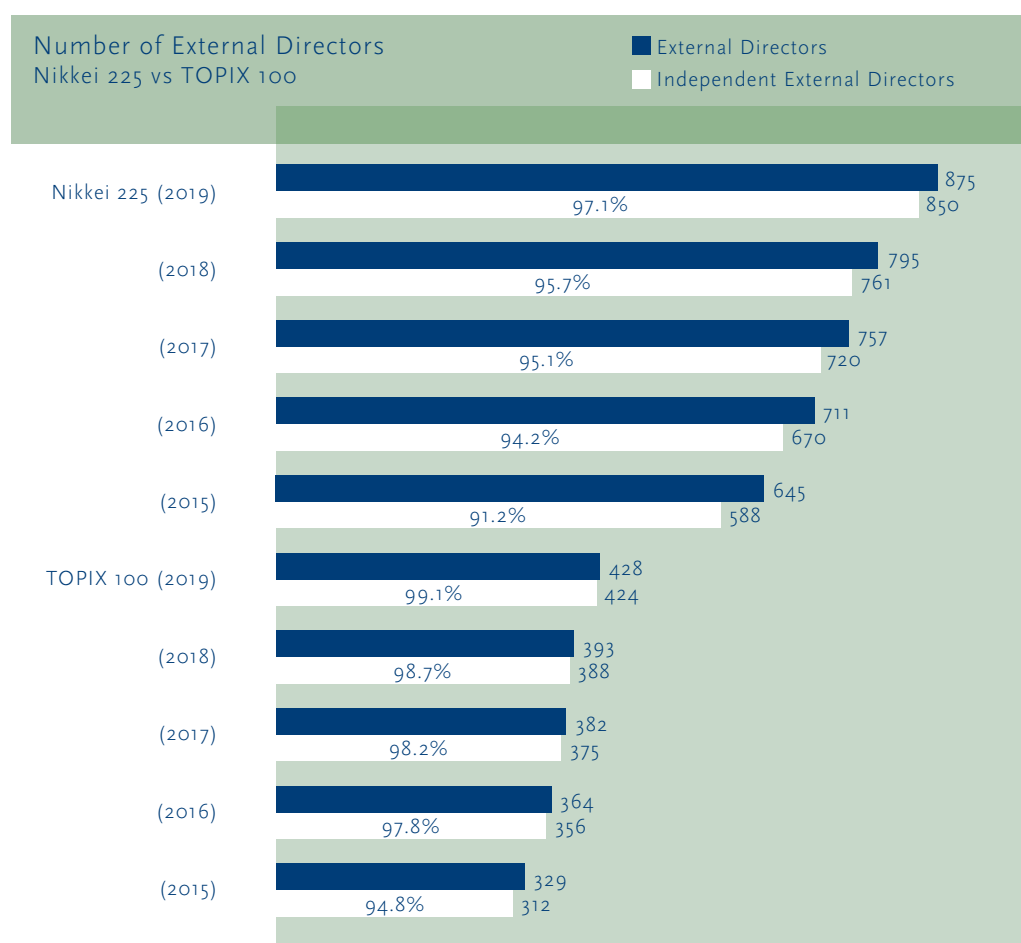


The number of directors (board size) has increased, with more than half of the boards of both Nikkei 225 and TOPIX 100 companies having nine to twelve directors. The average number of directors is 10.9 for Nikkei 225 companies and 11.3 for TOPIX 100 companies, at the same level as the United States at 10.7, and the United Kingdom at 10.3.

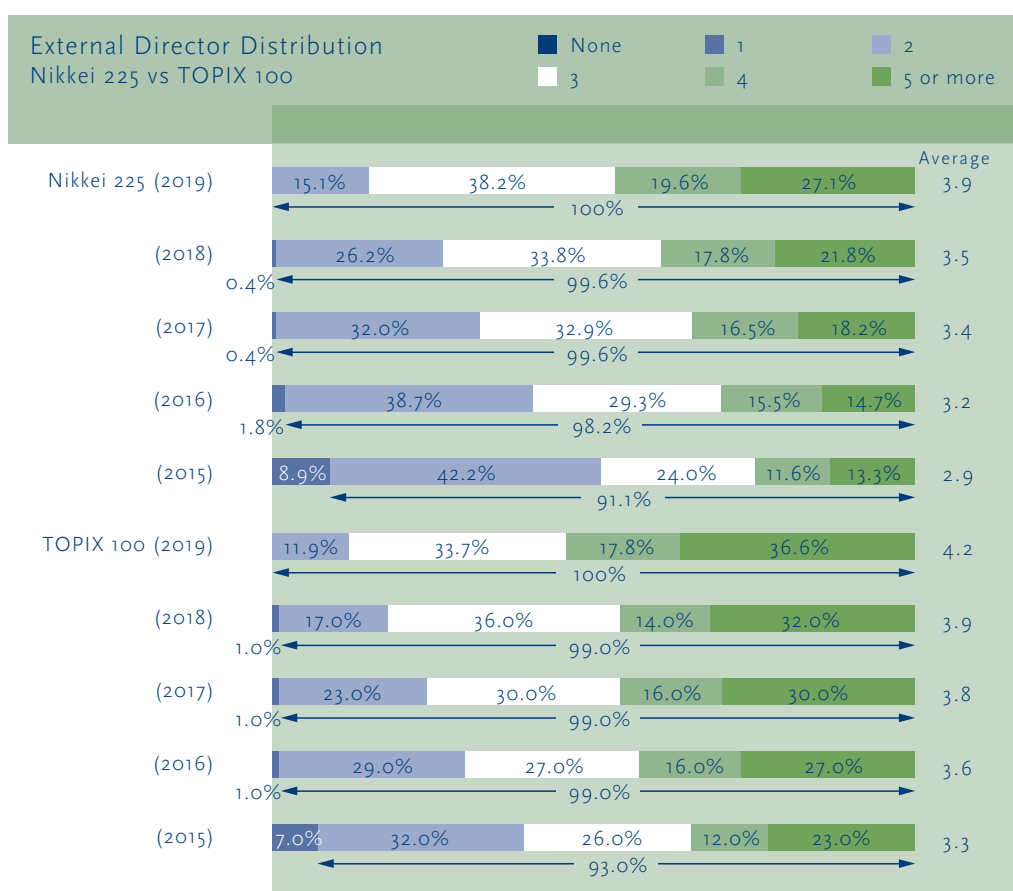


As a result of the Revised Companies Act and the introduction of the Corporate Governance Code, all Nikkei 225 and TOPIX 100 companies appointed at least one external director to their boards in 2015. 2016 saw further improvement, with all Nikkei 225 and TOPIX 100 companies appointing at least one independent external director, that is, a director who did not come from the company concerned, nor had any business relationship with the company. 2019 saw further advances, with all companies on the Nikkei 225 and TOPIX 100 indexes appointing two or more external directors, including, without exception, independent external directors.

Nikkei 225 companies have a total of 875 external directors (including those holding multiple directorships), and TOPIX 100 companies have a total of 428 external directors (including those holding multiple directorships), representing an ongoing increase. The ratio of independent external directors has also increased steadily since 2015, to 97.1% for Nikkei 225 companies, and 99.1% of TOPIX 100 companies.

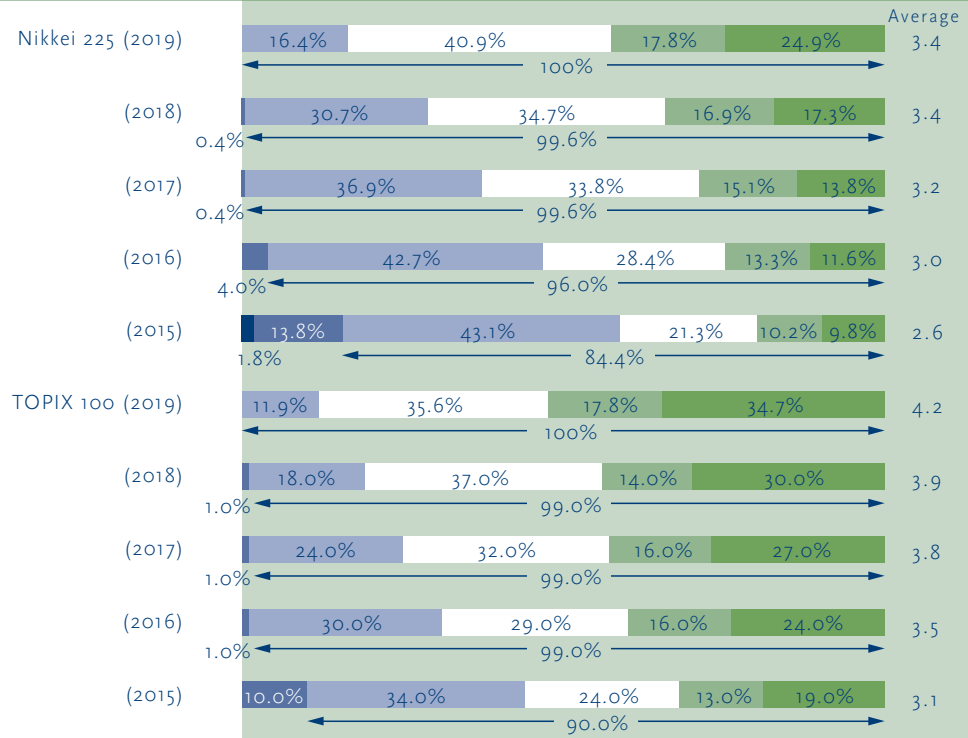


100% of companies on the Nikkei 225 and TOPIX 100 indexes have now appointed two or more external directors. Furthermore, all companies have met the requirement under the Corporate Governance Code for the appointment of “two or more independent external directors.” Companies appointing three or more external directors continue to increase, to 84.9% of Nikkei 225 companies and 88.1% of TOPIX 100 companies. Companies appointing three or more independent external directors represent 83.6% and 88.1% respectively.



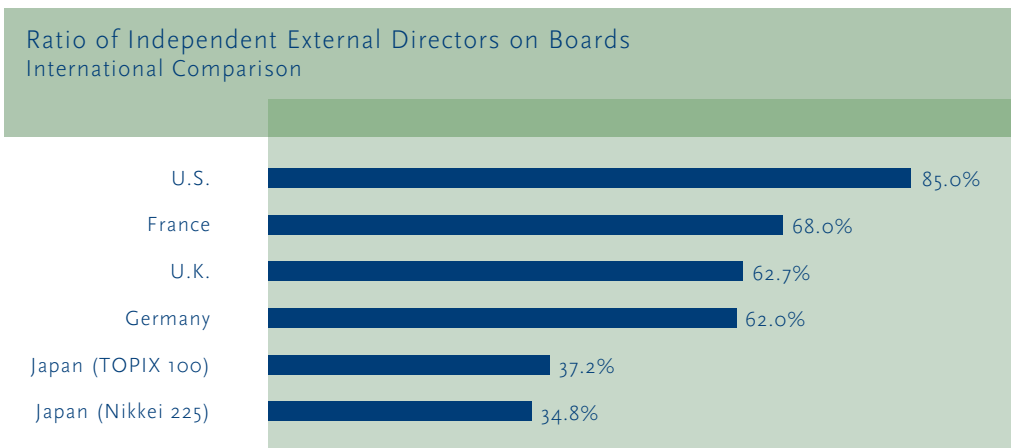
Independent External Director Distribution  
Nikkei 225 vs TOPIX 100

0 1 2  
3 4 5 or more



There has not been any major change over the past few years in the total number of directors, although there has been an increase in the number of external directors and independent external directors, and a rise in the ratio of both types of directors on boards. The ratio of external directors on the boards of Nikkei 225 companies is 35.8% (32.5% in the previous year) and is 37.6% for TOPIX 100 companies (34.9% in the previous year). The ratio of independent external directors on Nikkei 225 company boards is 34.8% (31.1% in the previous year) and 37.2% (34.5% in the previous year) on TOPIX 100 company boards.

When looking internationally, the ratio of independent external directors on boards is 85.0% for the United States, 68.0% for France, 62.7% for the United Kingdom, and 62.0% for Germany. 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.



## International Comparison I

### First-Time Director Snapshot

	First-time directors	
	2019	2018
New directors elected	118	140
% female	57%	46%
% minority	31%	24%
<i>% directors who are female and minority</i>	14%	11%
Percentage of newly elected female or minority directors	74%	60%

### FIRST-TIME DIRECTORS

- » Just over one-quarter (27%) of the S&P 500 directors appointed in the 2019 proxy year are serving on their first public company board. This represents a decline from 33% in 2018.
- » 69% of first-time directors are actively employed, compared with less than half (47%) of new directors with previous board experience. 6% are actively employed CEOs.
- » First-time directors are three years younger on average than new directors overall, 54.2 versus 57.5 for all new directors.
- » Nearly three-quarters (74%) of first-time directors are women or minorities: 57% are women and 31% are minorities, including 14% minority women.

### New Director Professional Backgrounds: First-Time versus Experienced Directors

	First-time directors			Non-first-time directors		
	Active #	Retired #	Total %	Active #	Retired #	Total %
CEOs	7	0	6%	56	63	38%
Chairs/presidents/COOs/VCS	5	2	6%	10	6	5%
Line and functional leaders	22	9	26%	7	23	10%
Financial executives/CFOs/treasurers	12	5	14%	5	22	9%
Division/subsidiary presidents	8	2	8%	12	17	9%
Investors/investment managers	10	0	8%	23	8	10%
Academics/nonprofit executives	6	1	6%	8	3	4%
General counsel	1	1	2%	1	2	1%
Consultants	1	0	1%	14	0	4%
Lawyers	1	0	1%	2	0	1%
Bankers/investment bankers	3	6	8%	2	11	4%
Public accounting executives	1	4	4%	0	6	2%
Others	4	7	9%	8	5	4%
<b>Total</b>	<b>81</b>	<b>37</b>	<b>100%</b>	<b>148</b>	<b>166</b>	<b>100%</b>

Source: 2019 U.S. Spencer Stuart Board Index

<https://www.spencerstuart.com>



Average tenure of current representative directors and chairmen is 3.1 years for Nikkei 225 companies and 3.9 years for TOPIX 100 companies. The longest tenure is held by Kagemasa Kozuki, Chairman of Konami Holdings, at 32 years. All, with the exception of Tomoko Namba, Executive Chairman of DeNA Co. Ltd., are men, with an average age of 68.1 years for Nikkei 225 companies and 69.3 years for TOPIX 100 companies. The youngest are Ichiro Otsuka, Chairman and Representative Director of Otsuka Holdings, and Hiroshi Mikitani, Chairman and CEO of Rakuten Inc., both aged 53. There are no chairmen in their 40s. The oldest appointment remains Chihiro Kanagawa, Chairman of Shin-Etsu Chemical Co., Ltd., at 93.

Chairman/Representative Director		Nikkei 225	TOPIX100
Tenure (years)	Average	3.1	3.9
	Longest	32	24
Gender	Male	147	72
	Female	1	0
Age	Average	68.1	69.3
	Youngest	53	53
	Oldest	93	93

Average tenure for presidents or representative executive directors (or CEO where the position is vacant) is 3.5 years for Nikkei 225 companies and 4.2 years for TOPIX 100 companies. The longest tenure is held by Masayoshi Son, Chairman and CEO of Softbank Group, at 37 years. All, with the exception of Eva Chen, CEO of Trend Micro Inc., are men. Average age is 61, with Kentaro Kawabe, President and CEO of Yahoo! Japan, the youngest at 44, and Katsunori Maruyama, President of SMC Corporation, the oldest at 72.

Chairman/Representative Director/CEO		Nikkei 225	TOPIX100
Tenure (years)	Average	3.5	4.2
	Longest	37	23
Gender	Male	224	100
	Female	1	0
Age	Average	61.2	61.4
	Youngest	44	47
	Oldest	71	72

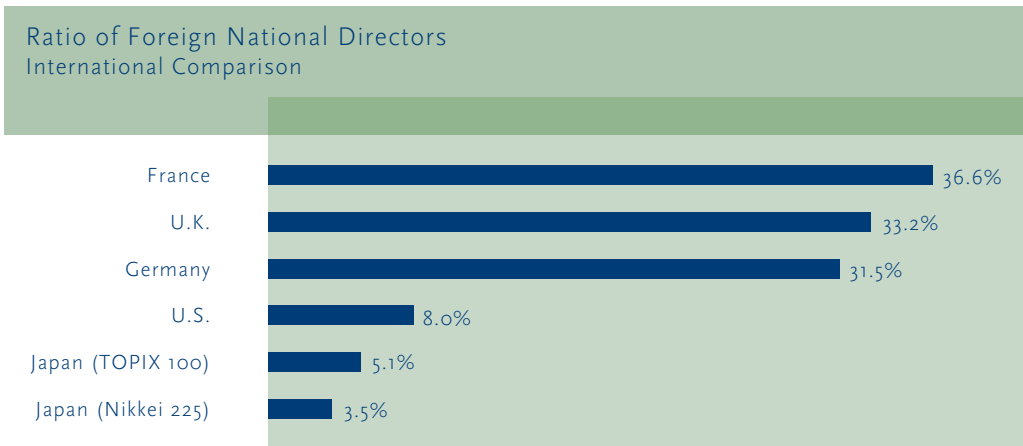
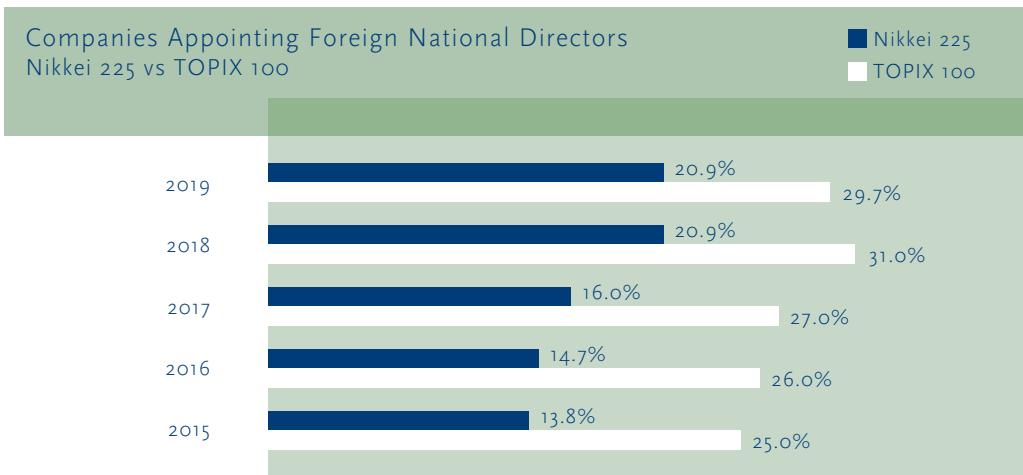
Average tenure for board chairmen is 3.9 years for Nikkei 225 companies and 4.7 years for TOPIX 100 companies. The longest tenure is held by Masayoshi Son, Chairman and CEO of Softbank Group, at 37 years. All, with the exception of Hiroko Ota, external director of Mizuho Financial Group, are men. Nikkei 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 67.2 years for TOPIX 100 companies. The youngest chairman of the board is Kentaro Kawabe, President and CEO of Yahoo! Japan, at 44, and the oldest is Chihiro Kanagawa, Chairman of Shin-Etsu Chemical Co., Ltd., at 93.

Chairman of the Board		Nikkei 225	TOPIX100
Tenure (years)	Average	3.9	4.7
	Longest	37	37
Gender	Male	220	98
	Female	1	1
Status	Internal	205	90
	External	16	9
Age	Average	66.0	67.2
	Youngest	44	47
	Oldest	93	93

\*No detailed information has been released regarding the board chairmen of four Nikkei 225 companies and two TOPIX 100 companies.

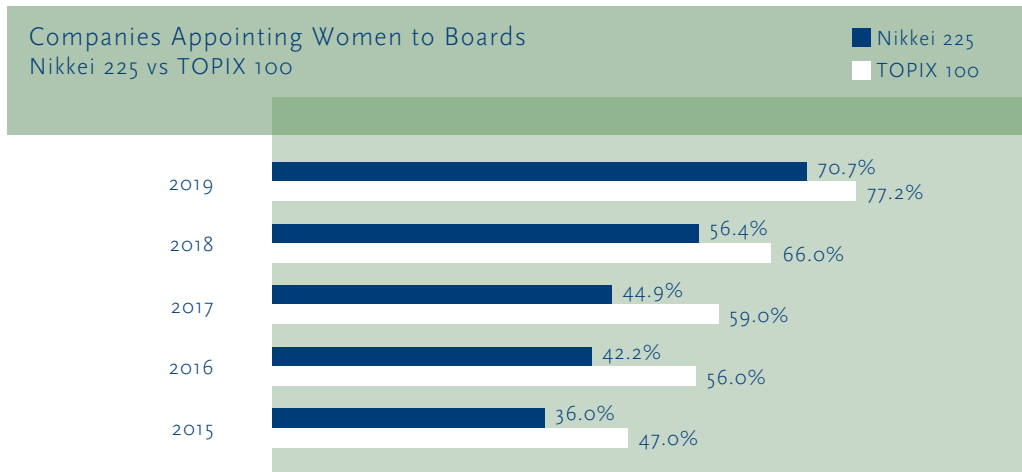
There continues to be an increase in the number of foreign nationals appointed to boards, but in 2019, due to changes in companies listed on the TOPIX 100 index, this number decreased slightly, to 29.7%, or 30 companies. The overall number of foreign directors increased by two over last year, to 58 (including one holding multiple external directorships), representing 5.1% of all directors. The breakdown is 24 internal and 34 external directors, all of whom are independent. The figure for the Nikkei 225 remains the same as last year, at 20.9%, or 47 companies appointing foreign nationals. The overall number of foreign directors is 85 (in total), representing 3.5% of all directors. The breakdown is 38 internal, and 47 external directors (of whom 44 are independent).

The ratio of foreign national directors on boards is 36.6% in France, 33.2% in the United Kingdom, 31.5% in Germany, and 8.0% in the United States, indicating that the Japanese figures of 3.5% for Nikkei 225 companies and 5.1% for TOPIX 100 companies are low, and diverge particularly widely from the three European countries.



\*The ratio for the United States is based on the Top 200 S&P 500 companies by annual revenue

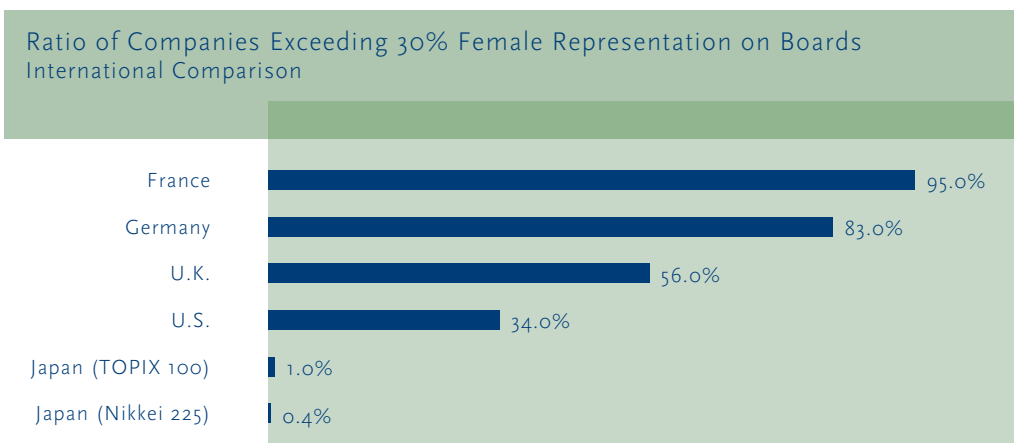
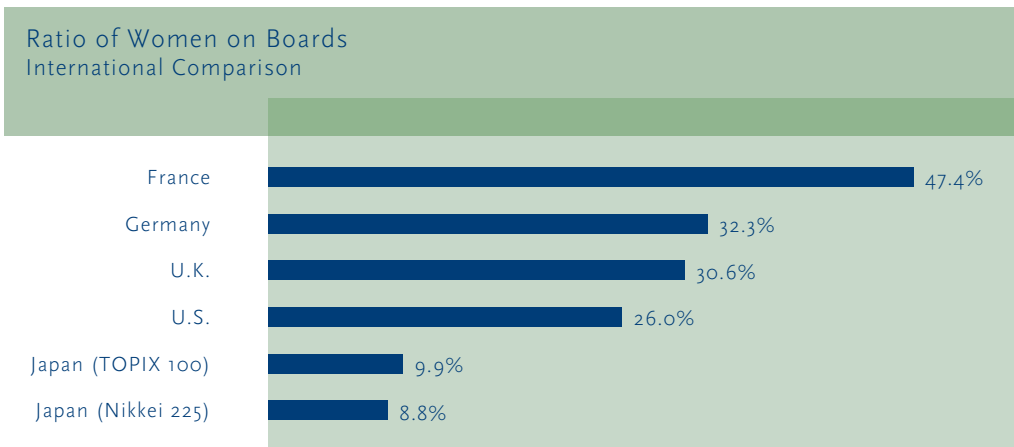
The ratio of companies appointing women to their boards has increased significantly. Of Nikkei 225 companies, 70.7%, or 159 companies, have women on their boards, an increase of 32 companies over last year. The breakdown is 11 companies with internal directors, 140 with external directors, and eight companies with both internal and external directors who are women. Directors number 22 internal and 192 external (of whom 190 are independent). For TOPIX 100 companies, 77.2%, or 78 companies, have women on their boards, an increase of 12 companies over last year. Four companies have internal directors, 69 have external directors, and five have both internal and external directors who are women. Directors number 12 internal, and 101 external (all of whom are independent).



The ratio of European and U.S. companies appointing women to their boards is at or close to 100%. In contrast, the ratio for Japan, while increasing over the past few years, remains low at 70.7% for Nikkei 225 companies and 77.2% for TOPIX 100 companies.

In terms of the ratio of women on boards, France is the clear leader, at 47.4%, followed by Germany, the United Kingdom, and the United States, each with over 26%. In contrast, while the ratio of women on boards is increasing for Nikkei 225 and TOPIX 100 companies, it is still low compared with other countries, at around 9%. A number of Japanese companies have no women on their boards, and those that do have no more than four.

The ratio of companies where over 30% of directors are women is 95% in France, 83% in Germany, 56% in the United Kingdom, and 34% in the United States. In comparison, the ratio of Japanese companies is extremely low, at 0.4% of Nikkei 225 companies and 1.0% of TOPIX 100 companies. Of all the Nikkei 225 and TOPIX 100 companies, only Shiseido Company, Limited exceeds 30% female representation on its board.



## International Comparison II

### 59% OF NEW INDEPENDENT DIRECTORS ARE WOMEN AND/OR MINORITIES, A NEW RECORD

- » 46% of new directors are women, a notable increase from 40% last year.
- » Of the 277 boards that appointed new independent directors, about half increased the number of women directors (on a net basis after independent director departures).
  - 31% added to the size of the board to increase the number of women directors.
  - 18% increased the number of women directors while maintaining or reducing the number of independent directors.
- » Boards also increased their recruiting of minority directors. Just under one-quarter of new S&P 500 directors (23%) are minorities (defined as African-American/Black, Asian or Hispanic/Latino), including 42 minority women (10%).
- » Minority men represent 13% of the new directors, an increase from 10% last year but still down from 14% two years ago.
- » The profiles of women and minority directors differ from non-minority men. They are more likely to be younger and first-time directors, and less likely to be current or former CEOs or have investment experience.
  - 34% of the diverse directors (women and minority men) are first-time corporate directors, versus 18% of the non-diverse male directors.
  - 31% are current or former line or functional leaders, compared to just 11% of non-diverse male directors.
  - 18% are next-gen (defined as 50 or younger), compared to 12% of non-diverse men. – 19% are current or former CEOs, compared to 44% of non-diverse male directors.
  - 7% have investment management/investor experience, versus 14% of non-diverse male directors.
  - 18% have experience in academics/not-for-profit, consultancies, government/military or other, compared to just 7% of the non-diverse men.

### New Director Snapshot

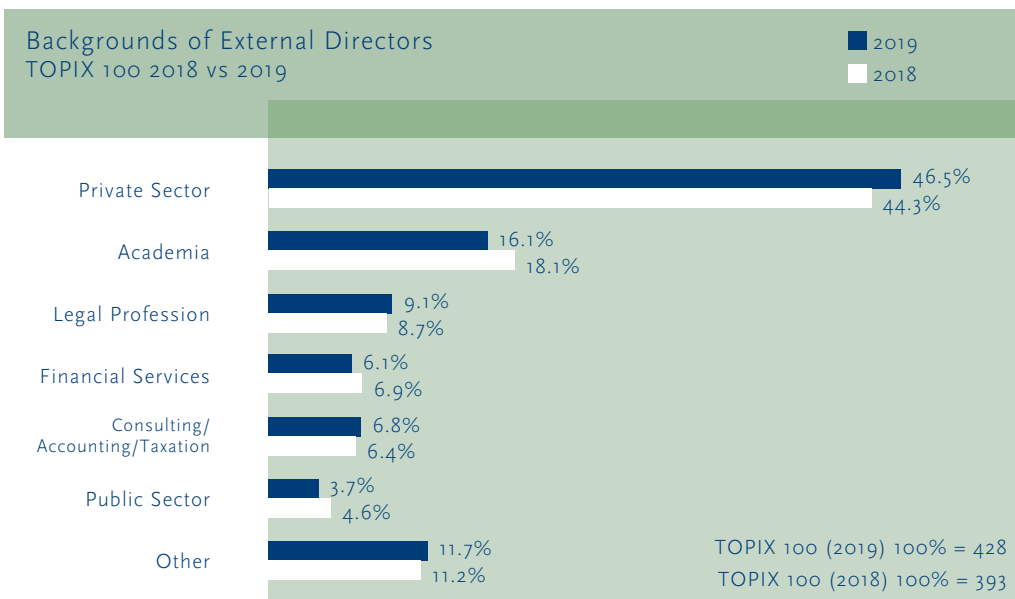
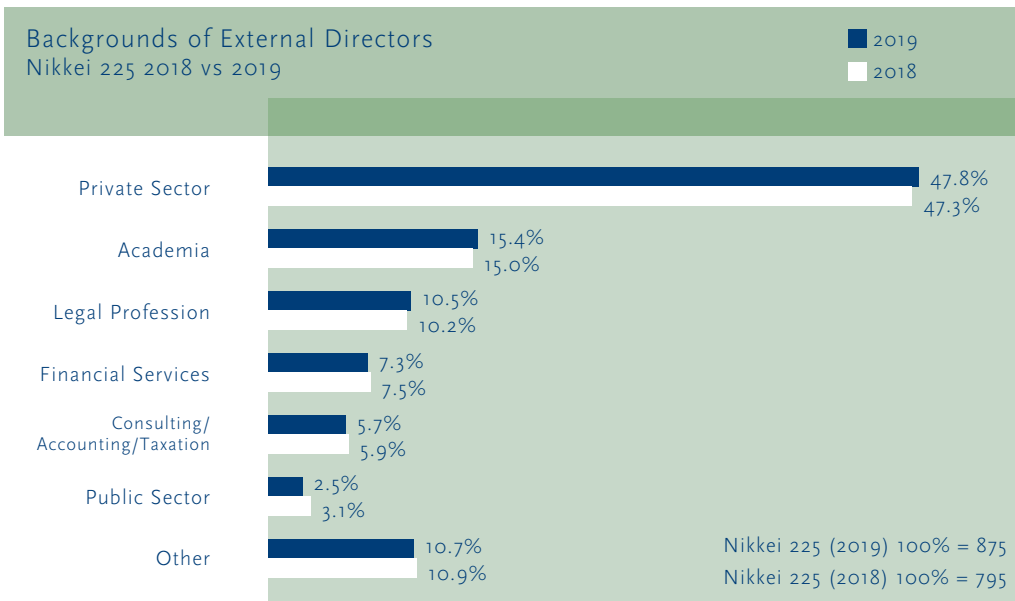
	New directors	
	2019	2018
New directors elected	432	428
% female	46%	40%
% minority	23%	19%
% directors who are female and minority	10%	9%
Percentage of newly elected female or minority directors	59%	50%

Source: 2019 U.S. Spencer Stuart Board Index

<https://www.spencerstuart.com>

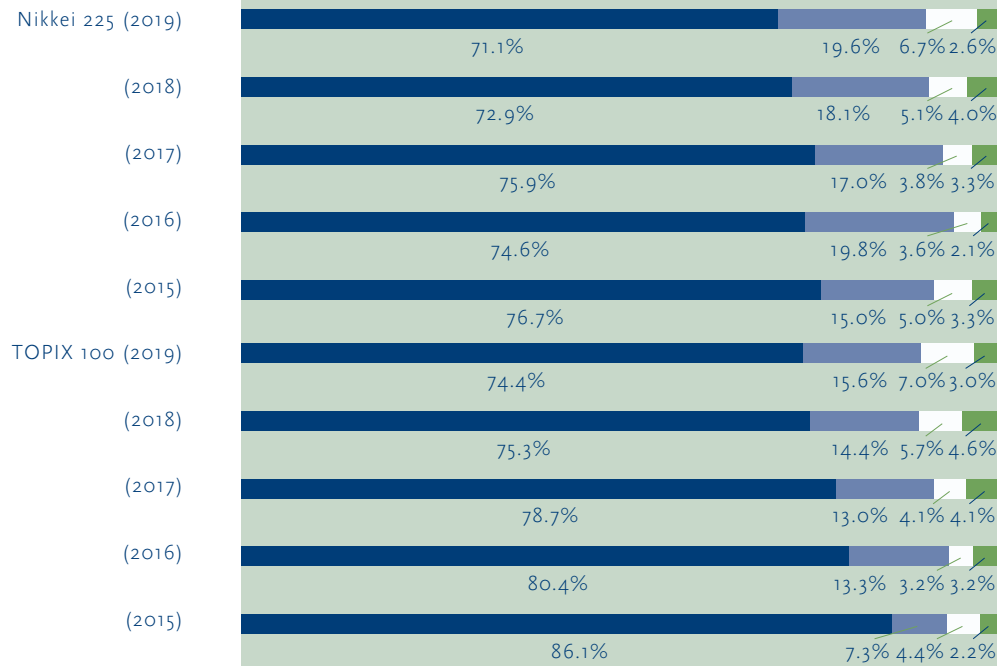


When looking at director backgrounds, in 2019 the majority of external directors came from the private sector. Of the 875 external directors at Nikkei 225 companies, 47.8%, or 418 directors, were from the private sector. Of the 428 external directors at TOPIX 100 companies, 46.5%, or 199 directors, were 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 to increase the number of external directors, but because there is a limit to those with experience as president, chairman, or CEO, more of those without this experience are being appointed.



### Backgrounds of External Directors from the Private Sector Nikkei 225 vs TOPIX 100

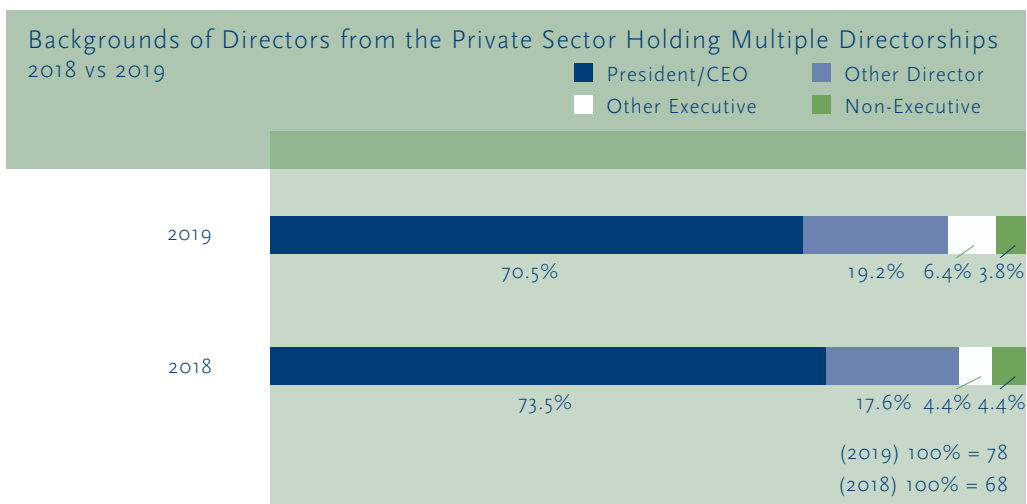
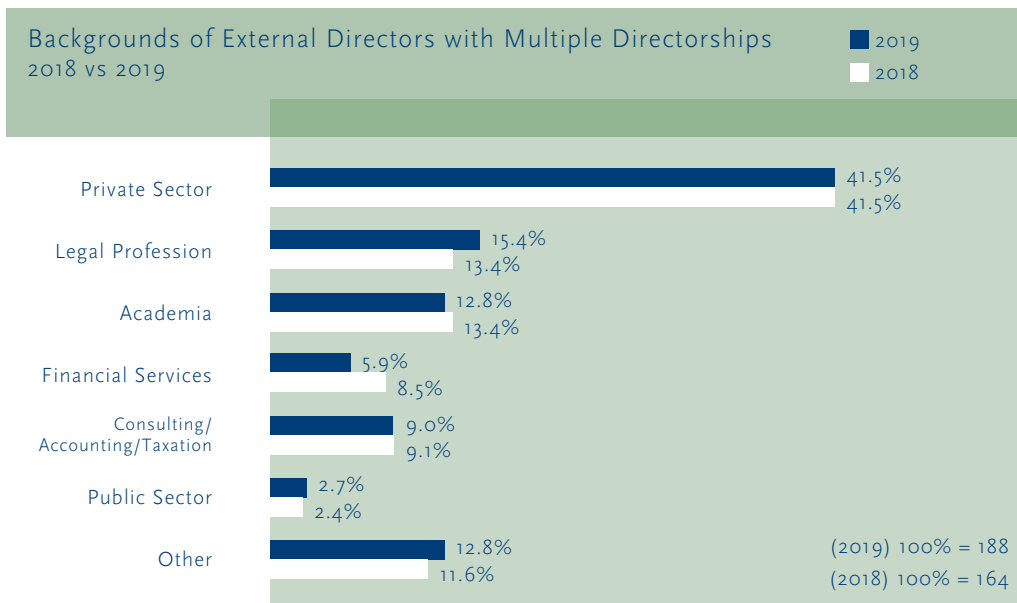
■ President/Chairman/CEO     ■ Other Director  
■ Other Executive     ■ Non-Executive



Nikkei 225 (2019) 100% =418  
 Nikkei 225 (2018) 100% =376  
 Nikkei 225 (2017) 100% =365  
 Nikkei 225 (2016) 100% =334  
 Nikkei 225 (2015) 100% =301

TOPIX 100 (2019) 100% =199  
 TOPIX 100 (2018) 100% =174  
 TOPIX 100 (2017) 100% =169  
 TOPIX 100 (2016) 100% =158  
 TOPIX 100 (2015) 100% =137

There are 188 external directors and external *kansayaku* who hold directorships with multiple companies. The biggest proportion, 78 directors, or 41.5%, have backgrounds in the private sector. Of these, 70.5% have held positions as president, chairman, or CEO, or a combination of these.



## International Comparison III

### **THE PROFILE OF NEW S&P 500 DIRECTORS IS CHANGING**

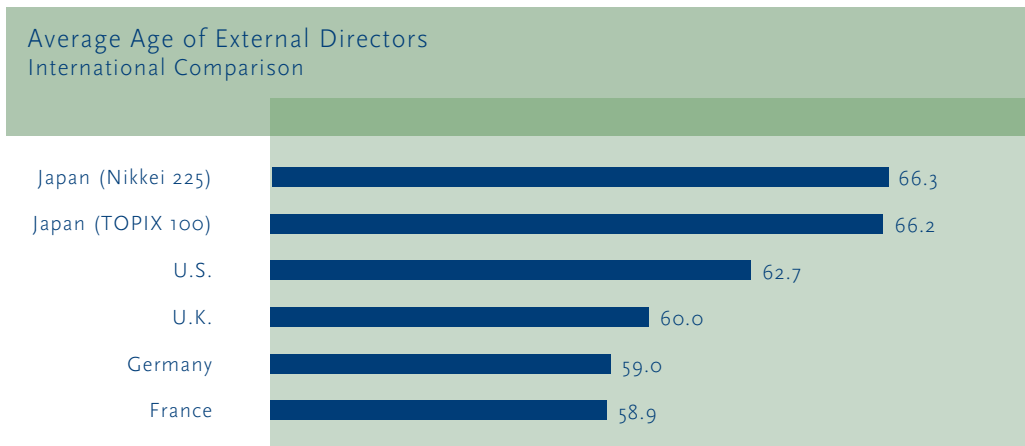
For years investors have been urging boards to look beyond CEOs and experienced directors to find boardroom talent. Boards are listening. In addition to gender and race/ethnic diversity, *the 2019 U.S. Spencer Stuart Board Index* finds continued changes in the profile of directors joining S&P 500 boards.

- » CEO experience isn't mandatory: 65% of the 2019 incoming class come from outside the top executive ranks of CEO, chair/vice chair, president and COO.
- » Other corporate leadership skills are valued: 23% have experience as division/subsidiary heads or as EVPs, SVPs or functional unit leaders.
- » Board experience isn't a requirement: 27% are serving on their first public company board.
- » Financial talent remains a priority: 27% have financial backgrounds, with boards less interested in accounting and banking backgrounds and more focused on candidates with experience as CFOs/finance executives or investment professionals.
- » Age diversity is a lower priority: 16% are 50 or younger.

Source: 2019 *U.S. Spencer Stuart Board Index*

<https://www.spencerstuart.com>

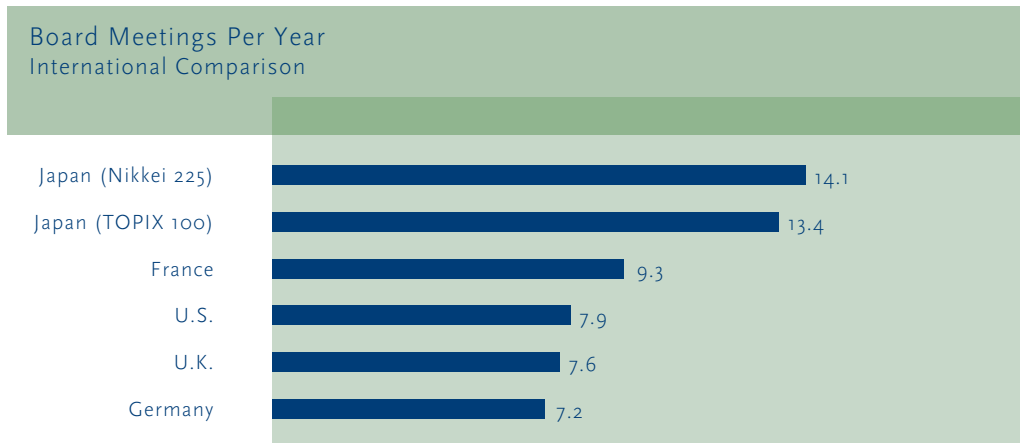
The average age of external directors is 66.3 years for Nikkei 225 companies and 66.2 years for TOPIX 100 companies, slightly older than directors in the other countries surveyed. This is because in many cases directors take up appointments after they have retired from their former management positions.



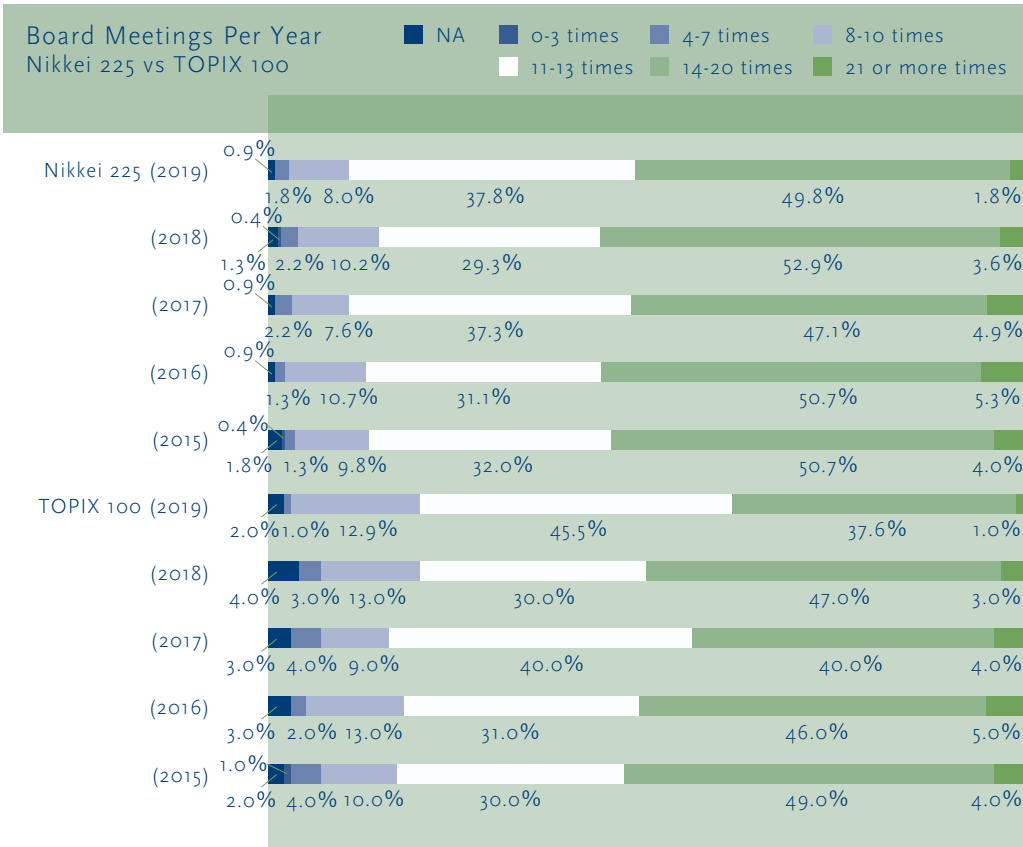
## BOARD ORGANIZATION AND PROCESSES

Nikkei 225 and TOPIX 100 companies hold an average of 14 board meetings a year, approximately 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 51.6% of Nikkei 225 companies hold board meetings more than 14 times a year, a 4.8-point decrease over the previous year, and 38.6% of TOPIX 100 companies, an 11.4-point decrease over the previous year, to 38.6%. 84.9% of Nikkei 225 companies and 78.2% of TOPIX 100 companies hold board meetings more than once a month on average.

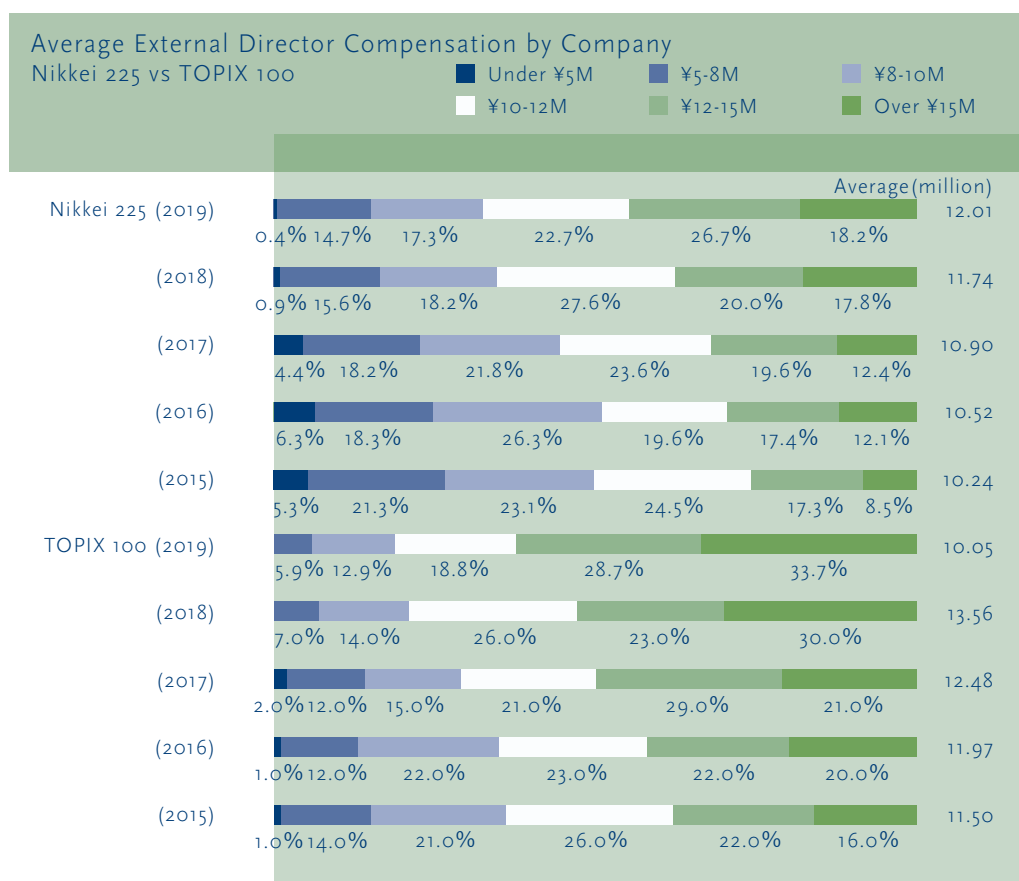






## COMPENSATION

Average compensation for external directors (including external *kansayaku*) is, again, somewhat lower for Nikkei 225 companies than it is for TOPIX 100 companies. 32.4% of Nikkei 225 companies pay an average compensation below ¥10 million, as do 18.8% of TOPIX 100 companies. Average compensation for Nikkei 225 companies is ¥12.01 million, an increase of ¥270,000 over last year, with a standard deviation of ¥4.14 million, and a variation coefficient of 0.34, still indicating a wide variation. The average compensation for TOPIX 100 companies is ¥13.91 million, an increase of ¥350,000 over last year, with a standard deviation of ¥4.34 million, and a variation coefficient of 0.31, also still indicating a wide variation. The highest average compensation, ¥31.64 million, is paid by Hitachi, Ltd. and the lowest, ¥4.63 million, is paid by Nippon Light Metal Holdings Company, Ltd.



## International Comparison IV

### THREE-QUARTERS OF BOARDS LIMIT DIRECTORS' ADDITIONAL BOARD ACTIVITY

- » 77% of S&P 500 boards report having some limit on directors' acceptance of other corporate directorships, an increase from 67% in 2009. Limits take different forms, with some applying to all directors and others applying to audit committee members or directors who are public company CEOs.
  - 64% of boards report having a numerical limit for other board service that applies to all directors. Most of these boards limit members to three or four additional directorships.
  - 42% restrict the number of other audit committees on which their audit committee members may serve, and nearly all limit audit committee members to no more than two other audit committees.
  - 29% restrict the additional board activity of directors who are public company CEOs or are otherwise fully employed.
- » Nearly all (98%) of the 114 boards that do not report specific limits on joining other boards require directors to notify the board chair prior to accepting an invitation to join another company board and/or encourage directors to “reasonably limit” their other board service.
- » 23% of S&P 500 boards report in their corporate governance guidelines a specific limit on the CEO's outside board service. Among those that do, nearly all limit CEOs to one or two outside boards. Three boards allow their CEOs to serve on three outside corporate boards.

#### Boards with Limits on Additional Corporate Directorships

Numerical limit	All directors	Audit committee members	Fully employed directors	CEOs
1	0%	0%	7%	9%
2	3%	41%	21%	13%
3	25%	1%	2%	1%
4	33%	0%	0%	0%
5	3%	0%	0%	0%
6	1%	0%	0%	0%
No reported limit	36%	58%	71%	77%

### INDEPENDENT DIRECTORS SERVE ON TWO BOARDS ON AVERAGE

- » The majority (64%) of S&P 500 independent directors serve on more than one public company board. 33% have two board affiliations, 20% have three and 11% have four or more. Eight directors (less than 1%) serve on six boards.
- » On average, independent directors have 2.1 public corporate board affiliations, which has been consistent for more than five years.

Source: 2019 U.S. Spencer Stuart Board Index

<https://www.spencerstuart.com>



# Comparative Data

Company Information			Number of Directors				Number of <i>Kansayaku</i>				Number of Supervisory Committee Members				Directors						Avg. Compensation for External Directors & <i>Kansayaku</i>										
Name	Nikkei 225/TOPIX 100	Sales (¥M)	Structure	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Term (years)	Internal	Average Tenure (*)	External	Average Tenure (*)	Internal	Average Age	External	Average Age	External Independent	Average Age	Board Members Per Year	External Directors (M)	External <i>Kansayaku</i> (M)	External Directors (M) + External <i>Kansayaku</i> (M)	External Directors (M)
Nippon Suisan	N	712,111	<i>Kansayaku</i> Board	5	2	2	7	1	3	3	4						1	4	2	2	61	68	68	18							12.8
Maruha Nichiro	N	922,468	<i>Kansayaku</i> Board	7	3	3	10	1	4	4	5						1	4	3	3	62	65	65	17							14.7
Inpex	N/T	971,388	<i>Kansayaku</i> Board	8	5	5	13	1	4	4	5						1	6	1	1	64	68	68	17							12.7
Comsys Holdings	N	481,783	Supervisory Com.	10	5	5	15					1	5	6			1*	3	2	2	62	65	65	9	7.3						7.3
Taisei	N	1,650,877	<i>Kansayaku</i> Board	8	4	4	12	2	4	4	6						1	4	1	1	64	68	68	13	15.3	14.3	14.7				
Obayashi	N	2,039,685	<i>Kansayaku</i> Board	7	3	3	10	2	3	3	5						1	7	4	4	64	71	71	14							7.4
Shimizu	N	1,664,960	<i>Kansayaku</i> Board	9	3	3	12	2	3	3	5						1	4	1	1	63	63	63	19							15.0
Haseko	N	890,981	<i>Kansayaku</i> Board	8	5	5	13	2	3	3	5						1	8	3	3	63	64	64	13							9.3
Kajima	N	1,974,269	<i>Kansayaku</i> Board	9	4	4	13	2	3	3	5						2	17	3	3	69	76	76	14							14.3
Daito Trust Construction	T	1,591,178	<i>Kansayaku</i> Board	8	3	3	11	0	4	4	4						2	4	4	4	55	62	62	14							19.3
Daiwa House	N/T	4,143,505	<i>Kansayaku</i> Board	13	3	3	16	3	3	2	6						1	8	6	6	63	68	68	14							13.7
Sekisui House	N/T	2,160,316	<i>Kansayaku</i> Board	8	3	3	11	2	4	4	6						2	7	4	4	63	70	70	12							17.4
JGC	N	619,241	<i>Kansayaku</i> Board	6	3	3	9	2	3	3	5						1	5	3	3	63	70	70	15							9.4
Nisshin Seifun Group	N	565,343	Supervisory Com.	8	6	6	14					1	3	4			1*	5	2	2	61	72	72	13							9.6
Meiji Holdings	N	1,254,380	<i>Kansayaku</i> Board	7	3	3	10	2	2	2	4						1	6	2	2	65	65	65	16	10.8	13.0	11.5				
NH Foods	N	1,234,180	<i>Kansayaku</i> Board	6	3	3	9	2	3	3	5						1	4	0	0	60	62	62	19							10.0
DeNA	N	124,116 (*1)	<i>Kansayaku</i> Board	3	2	2	5	1	3	3	4						1	9	2	2	50	59	59	17							10.5
Sapporo Holdings	N	521,856 (*1)	<i>Kansayaku</i> Board	6	3	3	9	2	2	2	4						1	4	2	2	57	69	69	13	7.0	9.5	7.8				



Company Information			Number of Directors				Number of Kansayaku				Number of Supervisory Committee Members			Directors							Avg. Compensation for External Directors & Kansayaku					
Name	Nikkei 225/TOPIX 100	Sales (¥M)	Structure	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Internal	External	Grand Total	Term (years)	Average Tenure (Internal)	Average Tenure (External)	Average Tenure (*)(*)	Average Age	Average Age (Internal Independent)	Average Age (External Independent)	Boards Per Year	External Directors Headed	External Directors (¥M)	External Kansayaku (¥M)	External Directors (¥M)
Asahi Group Holdings	N/T	2,120,291 (*1)	Kansayaku Board	6	3	3	9	2	3	3	5				1	5	1	1	60	62	62	13				12.3
Kirin Holdings	N/T	1,930,522 (*1)	Kansayaku Board	5	4	3	9	2	3	3	5				1	3	2	1	61	70	70	15	14.5	10.8	12.6	
Takara Holdings	N	277,443	Kansayaku Board	6	3	3	9	2	3	1	5				1	11	1	1	60	55	55	14				10.2
Sojitz	N	1,856,190 (*7)	Kansayaku Board	4	2	2	6	1	4	3	5				1	3	1	1	61	69	69	18	6.0	17.0	11.5	
Kikkoman	N	453,565	Kansayaku Board	8	4	4	12	2	2	2	4				1	9	8	8	66	79	79	11	11.3	10.0	10.8	
Ajinomoto	N/T	1,127,483	Kansayaku Board	6	3	3	9	2	3	3	5				2	6	4	4	62	68	68	17	15.0	13.7	14.3	
Nichirei	N	580,141	Kansayaku Board	7	3	3	10	2	3	3	5				1	3	2	2	56	70	70	19				9.1
Japan Tobacco	N/T	2,215,962 (*1)	Kansayaku Board	6	3	3	9	2	3	2	5				2	2	2	2	57	63	63	15				14.0
J. Front Retailing	N	459,840 (*1)	Three Com.	7	6	6	13								1	5	3	3	62	70	70	14	14.7		14.7	
Isetan Mitsukoshi Holdings	N	1,196,803	Kansayaku Board	5	4	3	9	2	3	2	5				1	2	0	0	60	64	65	14				9.9
Toyobo	N	336,698	Kansayaku Board	6	4	4	10	2	2	2	4				1	5	2	2	63	67	67	18				8.8
Unitika	N	129,098	Kansayaku Board	4	2	2	6	2	2	2	4				1	7	1	1	64	71	71	17				7.5
Nisshinbo Holdings	N	416,221	Kansayaku Board	7	4	4	11	2	2	2	4				1	4	4	4	62	71	71	12				6.5
Tokyu Fudosan Holdings	N	901,884 (*4)	Kansayaku Board	9	4	4	13	2	2	2	4				1	3	2	2	63	65	65	13				6.1
Seven & i Holdings	N/T	6,791,215 (*4)	Kansayaku Board	7	5	5	12	2	3	3	5				1	6	3	3	60	70	70	13	10.0	7.2	8.6	
Teijin	N	888,589	Kansayaku Board	5	4	4	9	2	3	3	5				1	3	1	1	62	69	69	12	10.7	11.7	11.0	
Toray	N/T	2,388,848	Kansayaku Board	17	2	2	19	2	3	3	5				2	6	5	5	63	74	74	15	12.0	9.5	10.8	
Kuraray	N	602,996	Kansayaku Board	9	3	3	12	2	3	3	5				1	3	3	3	62	64	64	15				10.5

Company Information			Number of Directors				Number of <i>Kansayaku</i>				Number of Supervisory Committee Members				Directors						Avg. Compensation for External Directors & <i>Kansayaku</i>								
Name	Nikkei 225/TOPIX 100	Sales (¥M)	Structure	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Term (years)	Internal	Average Tenure (*)	External	Average Age	Internal	Average Age	External Independent	Average Age	Per Year	Board Members Held	External Directors (¥M)	External <i>Kansayaku</i> (¥M)	External Directors + External <i>Kansayaku</i> (¥M)
Asahi Kasei	N/T	2,170,403	<i>Kansayaku</i> Board	6	3	3	9	2	3	3	5						1	2	3	3	62	64	64	15	11.3	15.0	12.9		
Sumco	N	325,059	Supervisory Com.	5	4	4	9					1	4	5		1*	7	3	3	65	67	67	16	8.9		8.9			
Oji Holdings	N	1,550,991	<i>Kansayaku</i> Board	11	2	2	13	2	3	3	5						1	4	3	3	63	69	69	15			13.2		
Nippon Paper	N	1,068,703	<i>Kansayaku</i> Board	6	3	3	9	2	2	2	4						1	5	3	3	62	71	71	13			9.3		
Showa Denko	N	992,136	<i>Kansayaku</i> Board	6	3	3	9	2	3	3	5						1	3	2	2	60	69	69	14			8.5		
Sumitomo Chemical	N	2,318,572 (*1)	<i>Kansayaku</i> Board	9	4	4	13	2	3	3	5						1	3	3	3	61	70	70	13			12.0		
Nissan Chemical	N	204,896	<i>Kansayaku</i> Board	6	3	3	9	1	3	2	4						1	9	3	3	63	75	75	12			16.0		
Tosoh	N	861,456	<i>Kansayaku</i> Board	5	2	2	7	2	2	2	4						1	4	4	4	61	70	70	15			11.3		
Tokuyama	N	324,661	Supervisory Com.	5	3	3	8					1	3	4		1*	2	1	1	60	64	64	17	13.3		13.3			
Denka	N	413,128	Supervisory Com.	7	5	5	12					1	3	4		1*	4	2	2	63	68	68	13	12.0	12.0	12.0			
Shin-Etsu Chemical	N/T	1,594,036	<i>Kansayaku</i> Board	17	4	4	21	2	3	3	5						2	14	12	12	70	82	82	13			21.3		
Kyowa Hakko Kirin	N	346,531 (*1)	<i>Kansayaku</i> Board	5	3	3	8	2	3	2	5						1	4	0	0	60	61	61	15	9.0	12.8	11.1		
Mitsui Chemicals	N	1,482,909	<i>Kansayaku</i> Board	5	3	3	8	2	3	3	5						1	4	2	2	61	61	61	11			12.5		
Mitsubishi Chemical Holdings	N/T	3,923,444 (*1)	Three Com.	7	5	5	12										1	4	2	2	63	64	64	11	14.2		14.2		
Ube Industries	N	730,157	Supervisory Com.	5	4	4	9					1	2	3		1*	1	1	1	60	70	70	13	12.0	10.0	11.3			
Nippon Kayaku	N	172,639	<i>Kansayaku</i> Board	7	2	2	9	2	3	1	5						1	2	3	3	61	62	62	14			6.7		
Dentsu	N	5,357,278	Supervisory Com.	8	4	4	12					1	3	4		1*	2	2	2	60	67	67	17	15.0		15.0			
Kao	N/T	1,508,007	<i>Kansayaku</i> Board	4	4	4	8	2	3	3	5						1	5	2	2	60	65	65	15	15.0	7.5	11.3		

Company Information			Number of Directors				Number of Kansayaku				Number of Supervisory Committee Members			Directors							Avg. Compensation for External Directors & Kansayaku									
Name	Nikkei 225/TOPIX 100	Sales (¥M)	Structure	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Internal	External	Grand Total	Term (years)	Internal	Average Tenure (*)	External	Average Tenure (*)	Internal	Average Age	External	Average Age	External Independent	Average Age	Board Per Year	External Directors Head	External Directors (¥M)	External Kansayaku (¥M)	External Directors + External Kansayaku (¥M)
Takeda Pharmaceutical	N/T	2,097,224 (*1)	Supervisory Com.	5	11	11	16					1	3	4	1*	4	2	2	55	64	64	12	24.1			24.1				
Astellas Pharma	N/T	1,306,348 (*1)	Supervisory Com.	5	7	7	12					2	3	5	1*	2	1	1	59	62	62	14	12.9	3.7	10.1					
Sumitomo Dainippon Pharma	N	459,267 (*1)	Kansayaku Board	5	3	3	8	2	3	2	5					1	5	1	1	63	65	65	18			9.4				
Shionogi	N/T	363,721	Kansayaku Board	3	3	3	6	2	3	3	5					1	19	4	4	65	65	65	13			12.3				
Chugai Pharmaceutical	N	579,787 (*1)	Kansayaku Board	6	3	3	9	2	3	3	5					2	12	5	5	61	73	73	9	14.3	12.0	13.4				
Eisai	N/T	642,834 (*1)	Three Com.	4	7	7	11									1	10	2	2	64	65	65	11	8.8		8.8				
Ono Pharmaceutical	T	288,634 (*1)	Kansayaku Board	5	3	3	8	2	2	2	4					1	15	4	4	59	65	65	13	12.0	11.0	11.6				
Terumo	N/T	599,481 (*1)	Supervisory Com.	6	5	4	11					1	2	3	1*	5	2	3	61	64	66	13	13.4		13.4					
Daiichi Sankyo	N/T	929,717 (*1)	Kansayaku Board	5	4	4	9	2	3	3	5					1	4	2	2	64	67	67	14	15.0	9.0	11.7				
Otsuka Holdings	N/T	1,291,981 (*1)	Kansayaku Board	9	3	3	12	1	3	3	4					1	5	1	1	59	68	68	13			6.8				
DIC	N	805,498	Kansayaku Board	6	3	3	9	2	2	2	4					1	5	1	1	62	65	65	14	9.0	12.0	10.0				
Oriental Land	T	525,622	Kansayaku Board	8	2	2	10	1	3	1	4					2	11	9	9	62	80	80	12			15.6				
Yahoo Japan	N	954,714 (*1)	Supervisory Com.	6	3	3	9					0	3	3	1*	2	3	3	55	66	66	15	30.0		30.0					
Trend Micro	N	160,410	Kansayaku Board	5	2	2	7	0	4	4	4					2	15	5	5	58	77	77	7			6.7				
CyberAgent	N	419,512	Supervisory Com.	12	3	3	15					1	2	3	1*	8	1	1	40	54	54	13	6.3		6.3					
Rakuten	N	1,101,480 (*1)	Kansayaku Board	3	4	3	7	0	4	2	4					1	12	5	6	57	63	64	13			15.5				
Fujifilm Holdings	N/T	2,431,489	Kansayaku Board	7	4	4	11	2	2	2	4					1	5	2	2	65	66	66	10			10.0				
Konica Minolta	N	1,059,120	Three Com.	7	5	5	12									1	5	1	1	62	69	69	12	9.5		9.5				

Company Information			Number of Directors				Number of Kansayaku				Number of Supervisory Committee Members			Directors						Avg. Compensation for External Directors & Kansayaku								
Name	Nikkei 225/TOPIX 100	Sales (¥M)	Structure	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Internal	External	Grand Total	Term (years)	Internal	External	Average Tenure (*)	Internal	External	Average Age	External Independent	Average Age	Per Year	Board Meetings Held	External Directors (¥M)	External Kansayaku (¥M)	External Directors (¥M) + External Kansayaku (¥M)
Shiseido	N/T	1,094,825	Kansayaku Board	3	3	3	6	2	3	3	5					1	2	2	2	62	64	64	18					11.0
Idemitsu Kosan	N	4,425,144	Kansayaku Board	8	5	5	13	2	2	2	4					1	3	1	1	60	65	65	15					13.0
JXTG Holdings	N/T	11,129,630	Kansayaku Board	11	6	6	17					2	3	5		1*	3	3	3	61	67	67	14	10.3			10.3	
Yokohama Rubber	N	650,239 (*1)	Kansayaku Board	5	4	3	9	2	3	3	5					1	2	4	3	55	68	66	14					6.4
Bridgestone	N/T	3,650,111	Three Com.	3	8	8	11									1	4	3	3	59	60	60	15	14.4			14.4	
AGC	N	1,522,904	Kansayaku Board	4	3	3	7	1	3	3	4					1	6	2	2	61	66	66	14	16.7	15.8	16.1		
Nippon Sheet Glass	N	612,789	Three Com.	3	6	5	9									1	6	3	3	61	65	67	11	13.8			13.8	
Nippon Electric Glass	N	300,326	Kansayaku Board	6	3	3	9	2	2	2	4					1	7	2	2	61	69	69	14					5.0
Sumitomo Osaka Cement	N	251,061	Kansayaku Board	6	2	2	8	2	3	3	5					1	3	6	6	61	61	61	16					7.7
Taiheiyo Cement	N	916,071	Kansayaku Board	12	2	2	14	2	2	2	4					1	3	4	4	62	73	73	15					12.8
Tokai Carbon	N	231,302	Kansayaku Board	6	2	2	8	2	2	2	4					1	6	3	3	59	74	74	15					12.0
TOTO	N	586,086	Kansayaku Board	10	3	3	13	2	2	2	4					1	5	3	3	58	70	70	12					11.2
NGK Insulators	N	463,504	Kansayaku Board	9	3	3	12	2	2	2	4					1	6	3	3	60	68	68	14					11.0
Nippon Steel	N/T	6,177,947 (*1)	Kansayaku Board	10	3	3	13	3	4	4	7					1	2	4	4	61	70	70	17	13.2	14.4	13.9		
Kobe Steel	N	1,971,869	Supervisory Com.	10	6	6	16					2	3	5		1*	2	3	3	60	65	65	16	14.2			14.2	
JFE Holdings	N/T	3,873,662 (*1)	Kansayaku Board	5	3	3	8	2	3	3	5					1	2	2	2	62	67	67	12					9.2
Pacific Metals	N	49,062	Kansayaku Board	7	2	2	9	1	3	3	4					1	5	5	5	62	64	64	22					5.2
Japan Steel Works	N	220,153	Kansayaku Board	7	2	2	9	2	2	2	4					1	2	2	2	60	69	69	16					8.3

Company Information			Number of Directors		Number of Kansayaku			Number of Supervisory Committee Members				Directors							Avg. Compensation for External Directors & Kansayaku							
Name	Nikkei 225/TOPIX 100	Sales (¥M)	Structure	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Internal	External	Grand Total	Term (years)	Average Tenure (Internal)	Average Tenure (External)	Average Tenure (External Independent)	Average Age	Average Age (External Independent)	Average Age	Board Per Year	External Directors Headed by Non-Executives	External Directors (¥M)	External Kansayaku (¥M)	External Directors (¥M) + External Kansayaku (¥M)
Nippon Light Metal Holdings	N	500,451	Kansayaku Board	9	4	4	13	3	3	3	6					1	4	4	4	62	71	71	12			4.6
Mitsui Mining & Smelting	N	497,701	Kansayaku Board	4	2	2	6	2	2	2	4					1	6	2	2	60	70	70	18			11.4
Toho Zinc	N	117,551	Supervisory Com.	4	2	2	6					1	2	3	1*	6	2	2	63	66	66	22	9.0			9.0
Mitsubishi Materials	N	1,662,990	Three Com.	5	6	6	11									1	3	1	1	61	64	64	17			14.8
Sumitomo Metal Mining	N/T	912,208	Kansayaku Board	5	3	3	8	2	2	2	4					1	4	3	3	60	67	67	18	10.0	11.5	10.5
Dowa Holdings	N	452,928	Kansayaku Board	6	2	2	8	1	3	2	4					1	4	7	7	62	70	70	16			14.0
Furukawa Electric	N	991,590	Kansayaku Board	7	5	5	12	3	3	3	6					1	3	4	4	59	68	68	20	15.2	9.0	12.4
Sumitomo Electric	N/T	3,177,985	Kansayaku Board	10	3	3	13	2	3	3	5					2	6	2	2	63	68	68	13			13.0
Fujikura	N	710,778	Supervisory Com.	10	5	5	15					1	5	6	1*	3	2	2	61	63	63	20	13.8			13.8
Toyo Seikan Group Holdings	N	793,119	Kansayaku Board	8	5	4	13	2	3	3	5					1	3	3	3	58	62	65	13			7.4
Recruit Holdings	N/T	2,310,756 (*1)	Kansayaku Board	5	2	2	7	2	2	1	4					1	5	1	1	52	62	62	13			9.3
Okuma	N	211,732	Kansayaku Board	9	2	2	11	2	2	2	4					1	8	13	13	60	75	75	9			6.0
Amada Holdings	N	338,175 (*1)	Kansayaku Board	5	3	3	8	2	2	2	4					1	7	4	4	62	72	72	9			6.2
Japan Post Holdings	N	12,774,999 (*6)	Three Com.	6	9	9	15									1	3	3	3	66	66	66	12	7.6		7.6
SMC	T	576,948	Kansayaku Board	8	2	2	10	1	2	2	3					1	19	5	5	70	68	68	8	9.5	6.5	8.0
Komatsu	N/T	2,725,243	Kansayaku Board	5	3	3	8	2	3	3	5					1	2	4	4	61	71	71	15	17.0	17.3	17.2
Sumitomo Heavy Industries	N	903,051	Kansayaku Board	7	2	2	9	2	2	2	4					1	4	5	5	61	68	68	14			9.5
Hitachi Construction Machinery	N	1,033,703 (*1)	Three Com.	7	3	3	10									1	2	4	4	62	67	67	12	14.7		14.7

Name	Company Information			Number of Directors			Number of <i>Kansayaku</i>			Number of Supervisory Committee Members				Directors						Avg. Compensation for External Directors & <i>Kansayaku</i>							
	Nikkei 225/TOPIX 100	Sales (¥M)	Structure	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Term (years)	Internal	Average Tenure (*)	External	Average Age	External Independent	Average Age	Board Members Per Year	External Directors Held	External Directors (¥M)	External <i>Kansayaku</i> (¥M)	External Directors + External <i>Kansayaku</i> (¥M)
Kubota	N/T	1,850,316	<i>Kansayaku</i> Board	6	3	3	9	2	2	2	4						1	2	3	3	63	68	68	14			12.3
Ebara	N	509,175	Three Com.	4	7	7	11										1	5	3	3	62	66	66	14	10.9	10.9	
Chiyoda	N	341,952 (*10)	Supervisory Com.	5	5	4	10					1	2	3			1*	1	2	2	61	61	62	17	10.8	10.8	
Daikin	N/T	2,481,109	<i>Kansayaku</i> Board	7	3	3	10	2	2	2	4						2	12	8	8	69	76	76	15		15.2	
NSK	N	991,365	Three Com.	7	5	5	12										1	4	1	1	59	68	68	10	11.8	11.8	
NTN	N	733,569	Three Com.	6	5	5	11										1	6	2	2	62	65	65	19	10.0	13.3	12.0
JTEKT	N	1,520,893	<i>Kansayaku</i> Board	8	3	2	11	2	3	2	5						1	2	3	4	61	74	75	16		6.9	
Minebea Mitsumi	N	884,723	<i>Kansayaku</i> Board	8	3	3	11	1	3	3	4						1	6	9	9	62	66	66	15		10.4	
Hitachi	N/T	9,480,619 (*1)	Three Com.	3	8	8	11										1	4	4	4	68	63	63	12	31.6	31.6	
Mitsubishi Electric	N/T	4,519,921	Three Com.	7	5	5	12										1	3	4	4	61	67	67	7	13.8	13.8	
Fuji Electric	N	914,915	<i>Kansayaku</i> Board	5	3	3	8	2	3	3	5						1	6	3	3	63	68	68	13		8.3	
Yaskawa Electric	N	474,638	Supervisory Com.	8	4	4	12					2	4	6			1*	6	2	2	60	57	57	13	14.8	14.8	
Nidec	T	1,518,320	<i>Kansayaku</i> Board	6	2	2	8	2	3	3	5						1	16	1	1	63	71	71	25		6.0	
Omron	N	859,482	<i>Kansayaku</i> Board	5	3	3	8	2	2	2	4						1	8	4	4	61	62	62	13	13.7	11.5	12.8
GS Yuasa	N	413,089	<i>Kansayaku</i> Board	5	2	2	7	2	2	1	4						1	7	2	2	62	66	66	18		9.0	
NEC	N	2,913,446 (*1)	<i>Kansayaku</i> Board	6	5	4	11	2	3	3	5						1	4	2	1	61	68	68	13		8.7	
Fujitsu	N/T	3,952,437 (*1)	<i>Kansayaku</i> Board	6	4	4	10	2	3	3	5						1	2	4	4	63	66	66	13	12.0	15.0	13.1
Oki Electric	N	441,452	<i>Kansayaku</i> Board	5	4	4	9	2	2	2	4						1	4	1	1	61	64	64	13		7.4	

Company Information			Number of Directors				Number of Kansayaku				Number of Supervisory Committee Members			Directors							Avg. Compensation for External Directors & Kansayaku				
Name	Nikkei 225/TOPIX 100	Sales (¥M)	Structure		Grand Total				Grand Total			Term (years)	Average Tenure (*)			Average Age	Average Age	Average Age	Board Per Year	External Directors Head	External Directors (¥M)	External Kansayaku (¥M)	External Directors (¥M)		
			Internal	External	Internal	External	External Independent	Internal	External	External Independent	Internal		External	External Independent	Internal									External	External Independent
Seiko Epson	N	1,089,676 (*1)	Supervisory Com.	7	5	5	12				1	3	4	1*	5	3	3	57	70	70	13	15.2	15.2		
Panasonic	N/T	8,002,733	Kansayaku Board	7	4	4	11	2	3	3	5				1	4	3	3	61	65	65	13	16.3	13.0	14.9
Sony	N/T	8,665,687 (*2)	Three Com.	3	10	10	13							1	4	3	3	57	61	61	9	23.6	23.6		
TDK	N	1,381,806	Kansayaku Board	4	3	3	7	2	3	3	5				1	4	3	3	61	64	64	13	11.5	8.0	10.0
Alps Alpine	N	851,332	Supervisory Com.	7	5	5	12				2	4	6	1*	7	1	1	60	59	59	12	5.0	5.0		
Yokogawa Electric	N	403,711	Kansayaku Board	4	4	4	8	2	3	3	5				1	5	3	3	57	70	70	15	13.0	8.5	10.8
Advantest	N	282,456	Supervisory Com.	5	5	5	10				1	2	3	1*	3	2	2	61	65	65	14	8.4	8.4		
Keyence	T	587,095	Kansayaku Board	7	2	2	9	0	3	3	3				1	10	2	2	53	52	52	12		7.0	
Symex	T	293,506	Supervisory Com.	8	4	4	12				1	2	3	1*	8	2	2	63	65	65	13	7.0	7.0		
Denso	N/T	5,362,772 (*1)	Kansayaku Board	5	3	3	8	2	2	2	4				1	2	2	2	61	61	61	15		14.6	
Casio Computer	N	298,161	Supervisory Com.	5	3	3	8				1	2	3	1*	4	0	0	56	62	62	17		6.6		
Fanuc	N/T	635,568	Kansayaku Board	8	3	3	11	2	3	3	5				1	15	5	5	58	71	71	12		18.0	
Kyocera	N/T	1,623,710	Kansayaku Board	13	3	3	16	2	2	2	4				2	4	2	2	61	52	52	12	12.0	10.0	11.2
Taiyo Yuden	N	274,349	Kansayaku Board	5	3	3	8	2	2	2	4				1	6	1	1	60	63	63	18		9.6	
Murata Manufacturing	T	1,575,026	Supervisory Com.	8	6	6	14				1	3	4	1*	6	3	3	59	65	65	10	10.0	10.0		
Nitto Denko	N/T	806,495 (*1)	Kansayaku Board	5	3	3	8	2	3	3	5				1	5	6	6	58	73	73	12	9.0	10.7	9.7
Mitsui E&S Holdings	N	656,504	Kansayaku Board	8	2	2	10	2	2	2	4				1	2	5	5	61	70	70	16		9.5	
Hitachi Zosen	N	378,140	Kansayaku Board	7	3	3	10	2	2	2	4				1	3	4	4	61	70	70	17		10.2	

Company Information			Number of Directors				Number of Kansayaku				Number of Supervisory Committee Members			Directors						Avg. Compensation for External Directors & Kansayaku						
Name	Nikkei 225/TOPIX 100	Sales (¥M)	Structure	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Internal	External	Grand Total	Term (years)	Internal	Average Tenure (*)	External	Average Age	External Independent	Average Age	Board Members Per Year	External Non-Executive Directors	External Directors (¥M)	External Kansayaku (¥M)	External Directors + External Kansayaku (¥M)
Mitsubishi Heavy Industries	N/T	4,078,344 (*1)	Supervisory Com.	6	5	5	11					2	3	5	1*	3	2	2	63	67	67	14	17.0		17.0	
Kawasaki Heavy Industries	N	1,594,743	Kansayaku Board	8	3	3	11	2	3	3	5					1	4	2	2	63	63	63	17		10.4	
IHI	N	1,483,442	Kansayaku Board	8	3	3	11	2	3	3	5					1	4	3	3	62	67	67	18		12.0	
Concordia Financial Group	N	306,494 (*9)	Kansayaku Board	4	3	3	7	2	3	3	5					1	2	1	1	59	67	67	17		8.1	
Nissan	N/T	11,574,247	Three Com.	4	7	7	11									1	4	0	0	62	60	60	NA		19.0	
Isuzu	N/T	2,149,168	Kansayaku Board	9	2	2	11	2	3	3	5					2	2	2	2	60	68	68	15		12.0	
Toyota	N/T	30,225,681	Kansayaku Board	6	3	3	9	3	3	3	6					1	9	1	1	66	61	61	13	16.2	13.5	15.1
Hino	N	1,981,331	Kansayaku Board	8	2	2	10	2	2	2	4					1	3	4	4	62	75	75	12		10.8	
Mitsubishi Motors	N	2,514,594	Three Com.	3	12	6	15									1	5	1	0	64	65	65	13		11.5	
Mazda	N/T	3,564,696	Supervisory Com.	9	6	6	15					2	4	6	1*	3	1	1	60	66	66	15		10.8		
Honda	N/T	15,888,617 (*1)	Supervisory Com.	8	5	5	13					2	3	5	1*	4	1	1	60	64	64	10	16.6		16.6	
Suzuki	N/T	3,871,496	Kansayaku Board	6	2	2	8	2	3	3	5					1	14	7	7	67	83	83	17	14.0	9.0	11.0
Subaru	N/T	3,160,514	Kansayaku Board	6	3	3	9	2	2	2	4					1	3	1	1	60	68	68	16		11.5	
Yamaha Motor	N	1,673,137	Kansayaku Board	7	4	4	11	2	2	2	4					1	4	2	2	59	60	60	13	7.2	9.0	7.7
Nikon	N	708,660 (*1)	Supervisory Com.	7	5	5	12					2	3	5	1*	4	2	2	62	72	72	14	13.3		13.3	
Olympus	N	793,862	Three Com.	5	10	9	15									1	3	2	2	60	63	66	28		12.2	
Screen Holdings	N	364,234	Kansayaku Board	6	3	3	9	2	2	2	4					1	4	2	2	61	67	67	14		7.0	
Hoya	T	565,810 (*1)	Three Com.	1	5	5	6									1	26	4	4	60	70	70	10	15.5		15.5



Name	Company Information		Structure	Number of Directors			Number of Kansayaku			Number of Supervisory Committee Members			Directors							Avg. Compensation for External Directors & Kansayaku					
	Nikkei 225/TOPIX 100	Sales (¥M)		Internal	External	External Independent	Internal	External	External Independent	Internal	External	External Independent	Internal	External	External Independent	Average Age	Average Age	Average Age	Average Tenure (*)	Average Tenure (*)	Average Tenure (*)	Board Per Year	External Directors Head	External Directors (¥M)	External Kansayaku (¥M)
Canon	N/T	3,951,937	Kansayaku Board	4	2	2	6	2	3	3	5				1	19	5	5	74	71	71	11	24.0	14.8	17.8
Ricoh	N	2,013,228	Kansayaku Board	4	4	4	8	2	3	3	5				1	5	3	3	63	68	68	12	11.4	9.3	10.6
Citizen Watch	N	321,652	Kansayaku Board	8	3	3	11	1	2	2	3				1	4	1	1	60	65	65	17			8.6
Toppan Printing	N	1,464,755	Kansayaku Board	13	3	2	16	2	3	3	5				1	6	7	6	62	59	52	18			11.4
Dai Nippon Printing	N	1,401,505	Kansayaku Board	6	3	3	9	2	3	3	5				1	18	7	7	68	75	75	12			23.6
Yamaha	N	437,416	Three Com.	2	6	6	8								1	5	1	1	59	62	62	12	7.4		7.4
Nintendo	T	1,200,560	Supervisory Com.	6	3	3	9					1	3	4	1*	6	2	2	56	61	61	12	7.0		7.0
Itochu	N/T	11,600,485 (*7)	Kansayaku Board	6	4	4	10	2	3	3	5				1	5	2	2	63	63	63	17	9.6	14.3	11.4
Marubeni	N/T	7,401,256 (*7)	Kansayaku Board	6	4	4	10	2	3	3	5				1	2	4	4	61	68	68	19			14.4
Toyota Tsusho	N	6,762,702 (*7)	Kansayaku Board	7	4	3	11	2	3	2	5				1	2	3	4	60	65	66	13			10.8
FamilyMart UNY Holdings	N	617,174 (*4)	Kansayaku Board	9	3	3	12	2	4	3	6				1	3	0	0	60	60	60	21	7.3	7.6	7.5
Mitsui & Co.	N/T	6,957,524 (*7)	Kansayaku Board	9	5	5	14	2	3	3	5				1	3	4	5	59	66	65	16	20.8	20.0	20.5
Tokyo Electron	N/T	1,278,240	Kansayaku Board	8	3	3	11	2	3	2	5				1	5	1	1	58	57	57	10	28.3	15.3	21.8
Sumitomo Corp.	N/T	5,339,238 (*7)	Kansayaku Board	6	4	4	10	2	3	3	5				1	3	2	2	61	70	70	20	13.4	12.7	13.1
Mitsubishi Corp.	N/T	16,103,763 (*7)	Kansayaku Board	8	5	5	13	2	3	3	5				1	3	2	2	61	64	64	13	20.0	13.0	17.7
Unicharm	T	688,290	Supervisory Com.	4	2	2	6					1	2	3	1*	14	1	1	64	64	64	11	9.5		9.5
Takashimaya	N	912,848 (*4)	Kansayaku Board	9	3	3	12	2	2	2	4				1	4	7	7	60	71	71	14			9.6
Marui Group	N	251,415 (*1)	Kansayaku Board	5	3	3	8	2	2	2	4				1	8	3	3	55	57	57	10			8.2

Name	Company Information			Number of Directors			Number of <i>Kansayaku</i>			Number of Supervisory Committee Members			Directors						Avg. Compensation for External Directors & <i>Kansayaku</i>							
	Nikkei 225/TOPIX 100	Size (¥M)	Structure	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Term (years)	Average Age	Average Age	Average Age	Per Year	Board Meetings Held	External Directors (¥M)	External <i>Kansayaku</i> (¥M)	External Directors + External <i>Kansayaku</i> (¥M)		
Credit Saison	N	304,855 (*11)	<i>Kansayaku</i> Board	12	3	3	15	1	3	3	4					1	8	2	2	54	57	57	18	8.0	8.7	8.3
Aeon	N/T	8,518,215 (*4)	Three Com.	3	5	5	8									1	12	3	3	67	68	68	8	12.5	12.5	
Shinsei Bank	N	372,243 (*9)	<i>Kansayaku</i> Board	2	5	5	7	1	2	2	3					1	3	7	7	56	61	61	5		9.8	
Aozora Bank	N	160,136 (*9)	<i>Kansayaku</i> Board	4	4	4	8	1	2	2	3					1	4	7	7	62	71	71	15		13.3	
Mitsubishi UFJ Financial Group	N/T	6,697,402 (*9)	Three Com.	7	9	9	16									1	2	2	2	61	67	67	9	22.6	22.6	
Resona Holdings	N/T	860,706 (*9)	Three Com.	5	6	6	11									1	4	4	4	57	70	70	16	13.2	13.2	
Sumitomo Mitsui Trust Holdings	N/T	1,467,916 (*9)	Three Com.	8	7	7	15									1	4	2	2	60	68	68	15	16.1	16.1	
Sumitomo Mitsui Financial Group	N/T	5,735,312 (*9)	Three Com.	8	7	7	15									1	3	3	3	60	67	67	11	15.7	15.7	
Chiba Bank	N	238,616 (*9)	<i>Kansayaku</i> Board	6	3	3	9	2	3	3	5					2	4	3	3	57	67	67	16		17.3	
Fukuoka Financial Group	N	246,112 (*9)	<i>Kansayaku</i> Board	11	2	2	13	1	2	1	3					1	5	3	3	62	59	59	14		9.5	
Shizuoka Bank	N	235,736 (*9)	<i>Kansayaku</i> Board	8	2	2	10	2	3	3	5					1	5	4	4	60	60	60	11		5.0	
Mizuho Financial Group	N/T	3,925,649 (*9)	Three Com.	8	6	6	14									1	2	3	3	56	71	71	14	20.3	20.3	
Orix	T	2,434,864 (*4)	Three Com.	6	6	6	12									1	3	4	4	58	68	68	8	17.8	17.8	
Daiwa Securities Group	N/T	720,586 (*4)	Three Com.	8	6	6	14									1	5	3	3	57	67	67	10	17.3	17.3	
Nomura Holdings	N/T	1,835,118 (*8)	Three Com.	4	6	6	10									1	9	3	3	62	66	66	10	15.9	15.9	
Matsui Securities	N	27,313 (*4)	<i>Kansayaku</i> Board	7	2	2	9	0	3	3	3					1	11	5	5	50	66	66	18		8.4	
Sompo Holdings	N/T	3,643,040 (*6)	Three Com.	4	7	7	11									1	4	3	3	62	61	61	14	14.0	14.0	14.0
MS&AD Insurance Group Holdings	N/T	5,500,438 (*6)	<i>Kansayaku</i> Board	7	5	5	12	2	2	2	4					1	5	2	2	64	63	63	12		8.4	

Company Information			Number of Directors				Number of Kansayaku				Number of Supervisory Committee Members			Directors							Avg. Compensation for External Directors & Kansayaku							
Name	Nikkei 225/TOPIX 100	Sales (¥M)	Structure	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Internal	External	Grand Total	Term (years)	Average Tenure (Internal)	Average Tenure (External)	Average Tenure (*)(Internal)	Average Tenure (*)(External)	Average Age	Average Age (Internal)	Average Age (External)	Average Age (Independent)	Board Per Year	External Directors Head	External Directors (¥M)	External Kansayaku (¥M)	External Directors (¥M)
Sony Financial Holdings	N	1,629,182 (*6)	Kansayaku Board	6	4	4	10	1	2	2	3					1	5	2	2	58	62	62	17	9.0	15.0	11.4		
Dai-ichi Life Holdings	N/T	7,184,093 (*6)	Supervisory Com.	9	7	7	16							2	3	5	1*	7	2	2	61	63	63	13	15.3	15.3		
Tokio Marine Holdings	N/T	5,476,720 (*6)	Kansayaku Board	8	4	4	12	2	3	3	5					1	3	4	4	60	67	67	13	14.5	11.0	12.8		
T&D Holdings	N/T	2,140,162 (*6)	Kansayaku Board	9	3	3	12	2	2	2	4					1	3	3	3	59	58	58	20	7.0	9.5	7.8		
Mitsui Fudosan	N/T	1,861,195	Kansayaku Board	8	4	4	12	2	3	3	5					2	7	2	2	62	68	68	13			13.4		
Mitsubishi Estate	N/T	1,263,283 (*4)	Three Com.	8	7	7	15									1	5	3	3	62	69	68	9	13.4	13.4			
Tokyo Tatemono	N	273,302 (*4)	Kansayaku Board	8	4	4	12	2	2	2	4					2	4	1	1	57	64	64	13			6.5		
Sumitomo Realty & Development	N/T	1,013,229	Kansayaku Board	9	2	2	11	2	2	2	4					2	13	0	0	63	74	74	NA			16.0		
Tobu Railway	N	617,543 (*4)	Kansayaku Board	8	2	2	10	2	3	3	5					1	9	1	1	62	67	67	12			6.0		
Tokyu	N	1,157,440 (*4)	Kansayaku Board	11	4	3	15	2	2	2	4					1	6	6	5	61	76	76	12	6.6	6.7	6.6		
Odakyu Electric Railway	N	526,675 (*4)	Kansayaku Board	12	3	3	15	2	3	3	5					1	5	9	9	60	77	77	13			10.3		
Keio	N	447,508 (*4)	Kansayaku Board	16	2	2	18	1	3	3	4					1	5	6	6	59	71	71	11			10.3		
Keisei Electric	N	261,553 (*4)	Kansayaku Board	9	3	3	12	1	4	4	5					1	5	2	2	57	67	67	11			10.1		
East Japan Railway	N/T	3,002,043 (*4)	Kansayaku Board	10	3	3	13	1	4	4	5					2	7	5	5	61	69	69	16			17.6		
West Japan Railway	N/T	1,529,308 (*4)	Kansayaku Board	10	5	5	15	2	2	2	4					1	4	6	6	61	69	69	12			11.0		
Central Japan Railway	N/T	1,878,137 (*4)	Kansayaku Board	15	3	3	18	1	4	4	5					2	8	12	12	63	75	75	12			19.7		
Nippon Express	N	2,138,501	Kansayaku Board	6	3	3	9	2	3	3	5					1	6	5	5	63	67	67	20			13.7		
Yamato Holdings	N/T	1,625,315 (*4)	Kansayaku Board	4	4	4	8	2	2	2	4					1	6	2	2	60	69	69	19			12.7		

Company Information			Number of Directors				Number of Kansayaku				Number of Supervisory Committee Members			Directors						Avg. Compensation for External Directors & Kansayaku						
Name	Nikkei 225/TOPIX 100	Size (¥M)	Structure	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Internal	External	Grand Total	Term (years)	Internal	External	Average Age	Average Age	Average Age	Board Members	External Directors	External Kansayaku	External Directors + External Kansayaku		
Nippon Yusen	N	1,829,300	Kansayaku Board	5	3	3	8	2	2	2	4					1	5	2	2	61	65	65	14	19.0	13.5	16.8
Mitsui O.S.K. Lines	N	1,234,077	Kansayaku Board	5	3	3	8	2	2	2	4					1	4	2	2	60	66	66	10			12.2
Kawasaki Kisen	N	836,731	Kansayaku Board	6	4	3	10	2	2	2	4					1	3	2	2	60	61	67	14			9.2
Japan Airlines	T	1,487,261 (*4)	Kansayaku Board	7	3	3	10	2	3	3	5					1	2	3	3	60	70	70	19			8.1
ANA Holdings	N/T	2,058,312	Kansayaku Board	7	3	3	10	2	3	3	5					1	5	8	8	62	69	69	12			15.7
Mitsubishi Logistics	N	227,185 (*4)	Kansayaku Board	11	4	4	15	2	3	3	5					1	2	8	8	60	73	73	13	9.3	11.7	10.5
SKY Perfect JSAT Holdings	N	164,014 (*4)	Kansayaku Board	7	4	2	11	0	4	2	4					1	5	4	7	63	68	71	15			8.5
NTT	N/T	11,879,842 (*4)	Kansayaku Board	11	4	4	15	2	3	3	5					2	4	4	4	58	71	71	13			15.0
KDDI	N/T	5,080,353	Kansayaku Board	9	5	3	14	2	3	3	5					1	6	1	1	60	63	65	12	10.7	16.7	12.5
SoftBank	T	3,746,305	Kansayaku Board	7	4	4	11	2	2	2	4					1	9	1	1	57	63	63	11	9.0	6.5	8.2
NTT Docomo	N/T	4,840,849 (*4)	Kansayaku Board	12	2	2	14	1	4	2	5					2	2	5	5	56	62	62	15			18.0
Tokyo Electric Power	N	6,338,490	Three Com.	7	6	6	13									1	1	3	3	54	69	69	19	11.5		11.5
Chubu Electric Power	N/T	3,035,082 (*3)	Kansayaku Board	9	3	3	12	2	3	3	5					1	4	2	2	61	64	64	13			11.6
Kansai Electric Power	N/T	3,307,661 (*3)	Kansayaku Board	9	4	4	13	3	4	4	7					1	4	6	6	63	74	74	12	9.0	9.3	9.1
Tokyo Gas	N/T	1,962,308	Kansayaku Board	5	4	4	9	2	3	3	5					1	4	1	1	62	59	59	12	11.3	8.3	9.6
Osaka Gas	N	1,371,863	Kansayaku Board	10	3	3	13	2	3	3	5					1	4	3	3	60	71	71	13	10.7	10.7	10.7
Toho	N	246,274 (*5)	Supervisory Com.	14	2	2	16					1	2	3		1*	8	3	3	58	59	59	10	7.3		7.3
NTT Data	N	2,163,625	Kansayaku Board	10	3	3	13	0	4	2	4					2	2	3	3	57	68	68	18			15.8

Company Information			Number of Directors				Number of Kansayaku				Number of Supervisory Committee Members			Directors						Avg. Compensation for External Directors & Kansayaku							
Name	Nikkei 225/TOPIX 100	Sales (¥M)	Structure	Internal	External	External Independent	Grand Total	Internal	External	External Independent	Grand Total	Internal	External	Grand Total	Term (years)	Average Internal Tenure	Average External Tenure (*)	Average Internal Tenure (*)	Average External Tenure (*)	Average Age	Average Age	Average Age	Average Age	Per Board Member	Per Board Member	Per Board Member	Per Board Member
Tokyo Dome	N	87,048	Kansayaku Board	7	3	3	10	2	2	2	4					1	4	14	14	60	74	74	6				6.0
Secom	N/T	1,013,823	Kansayaku Board	7	3	3	10	2	3	3	5					1	12	4	4	64	71	71	12	9.3	8.3	8.8	
Konami	N	262,549 (*2)	Kansayaku Board	6	3	3	9	1	4	4	5					1	11	7	7	58	67	67	10				12.4
Nitori Holdings	T	608,131	Supervisory Com.	6	5	5	11					1	3	4	1*	13	3	3	64	69	69	13	10.8			10.8	
Fast Retailing	N/T	2,130,060 (*1)	Kansayaku Board	4	5	5	9	2	3	3	5					1	12	8	8	52	67	67	13				10.3
SoftBank Group	N/T	9,602,236	Kansayaku Board	9	3	3	12	1	3	2	4					1	12	6	6	57	61	61	12				18.4

\*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 "0" 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

\*11: Net Income

## ABOUT SPENCER STUART

---

Spencer Stuart is a global leadership advisory firm with offices in more than 60 cities in over 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 (and the various roles under the board, *kansayaku* board, three committees, and supervisory committee structures) 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*

For further information, please see our website:

<https://www.spencerstuart.jp/what-we-do/our-capabilities/board-services>

## Social Media @ Spencer Stuart

Stay up to date on the trends and topics that are relevant to your business and career.

© 2019 Spencer Stuart. All rights reserved.

For information about copying, distributing and displaying this work, contact: [permissions@spencerstuart.com](mailto:permissions@spencerstuart.com).







SpencerStuart