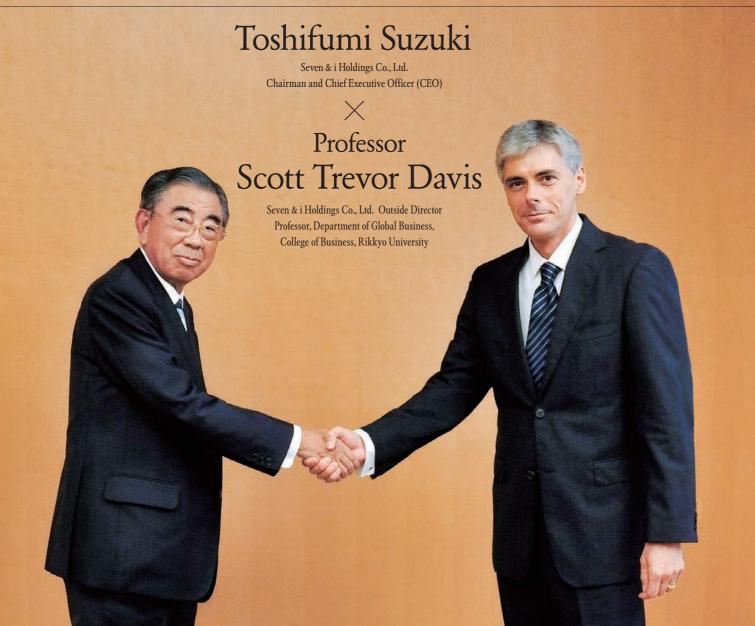
Management Discussion



Thoughts on the Seven and i Group's CSR Activities

Professor Scott Trevor Davis, an Outside Director of Seven & i Holdings and a specialist in management strategy with a profound knowledge of worldwide CSR trends, and the Seven & i Holdings Group's Chairman and CEO, Toshifumi Suzuki, engaged in a discussion recently concerning the Seven & i Group's CSR activities. The following is an excerpt from that discussion.

TOUPS



CSR and the Seven and i Group

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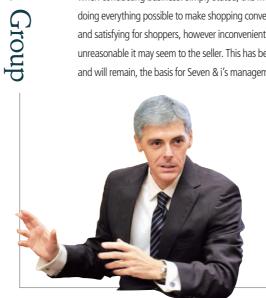
Davis (Honorifics are omitted from names here and below.):

ISO26000¹, which is scheduled for publication this year, defines SR (social responsibility) as

a "contribution to sustainable development, including the health and prosperity of society" in

"consideration of stakeholders' expectations."

As an outside director who has observed Seven & i's management since the holding company was established, I have the impression that CSR (corporate social responsibility) is incorporated naturally into the Seven & i Group's management makeup. **Suzuki:** Ever since the founding of our business at a time when the CSR concept was as yet undeveloped, our Group has endeavored to carry out sincere management—or "management from the stakeholders' perspective"—according to our corporate creed, "We aim to be a sincere company trusted by our customers, business partners, shareholders, local communities and employees." Underlying this "management from the stakeholders' perspective" is the concept of "putting yourself in the customer's shoes," a viewpoint we must always keep in mind when conducting business. Simply stated, this means doing everything possible to make shopping convenient and satisfying for shoppers, however inconvenient and unreasonable it may seem to the seller. This has been, and will remain, the basis for Seven & i's management.



Professor, Department of Global Business, College of Business, Rikkyo University Specialist in corporate social responsibility
May 2004 – May 2006: Outside Director for Ito-Yokado Co., Ltd.
September 2005 – present: Outside Director for Seven & I Holdings Co., Ltd.
Provides advice and recommendations to ensure the appropriateness and propriety of decisions made by the Board of Directors from the perspective of business management and CSR.

Davis: I quite understand that Seven & i has consistently practiced "management from the stakeholders' perspective." You've taken such unique, innovative steps as the founding of Seven-Eleven, Japan's first full-fledged convenience store; development of Japanesestyle fast foods, such as rice balls and boxed meals, which had previously been regarded as home-cooked foods; and the establishment of Seven Bank. How were you able to grasp the needs of your customers and society at large so accurately?

Suzuki: I was never motivated on any of these occasions by a fervent desire to do "something innovative." Instead, all these developments grew out of my personal way of thinking, that, "given these circumstance, this is the way it should be." **Davis:** So, these can be seen as necessary consequences?

What other products that incorporate the customer's perspectives or products and services that meet the needs of society do you offer? **Suzuki:** If you consider the food business, for example, customer needs—such as considerations of health and the environment, not to mention safety and reliability—keep changing from day to day. At Seven-Eleven, all the products we deliver on a daily basis, such as cooked rice products, sandwiches, prepared foods and cooked noodles, have been completely free of preservatives and artificial coloring since 2001. We have also been reducing the use of sodium phosphate and trans-fatty acids.

At Ito-Yokado, we collect leftover foods and make them into compost. The compost is then used to grow vegetables for sale at our stores.

Davis: One factor that's stressed in discussions of social responsibility in recent years is supply chain management. Every stakeholder who's involved in the conduct of business, from the upstream end all the way to the downstream end, has to be taken into consideration.

Suzuki: I recognize the critical importance to the continuation of business for retailers like us, who function as a links in the supply chain that includes manufacturers and distributors as well as stores

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Product Development and New Service Provision , New

Pursuing Continuous Self-Reformation,

and customers, to tackle social issues involving the supply chain and pursue active efforts to reduce the environmental impact and other problems.

I might add, incidentally, that besides their "convenient 24-hour operation," today's convenience stores are cooperating with local governments in such matters as development and sale of products produced locally for local consumption and issuance of residence certificates. The role of convenience stores is evolving, moreover, as they become "community life bases" with close connections to the local community that provide such support for customers' lives as serving as centers for disaster preparedness and crime prevention.

At Ito-Yokado, we operate a Net Supermarket business that enables senior citizens, pregnant women and other challenged shoppers² to place orders over the Internet and have the merchandise delivered to their residences with no need to visit a store. **Davis:** I refer to such responses to changes in the circumstances surrounding customers and society as "social sensitivity." By this I mean "replacing a focus on social concerns with a focus on buisiness," which transforms an activity from a temporary to a sustainable form. At this point, CSR is not translated into management, but CSR itself has become management.

Tackling global warming

Davis: Global warming has become a pressing issue on a global scale. How does Seven & i view

Suzuki: Domestically, as in the case of product development and marketing, our Group companies share information about the effectiveness of energy-saving measures in relation to store management. We are pushing ahead with global-scale reductions in CO2 emissions, moreover, through sharing of Japan's latest energy-saving technologies with



licensees from around the world at our International Licensee Summit, a global gathering of Seven-Eleven

These efforts notwithstanding, it remains true that it's difficult to achieve a substantial reduction in CO₂ emissions here in Japan. This is why the Company partnered with the ITTO3 to launch the "REDD4 Project" in 2010. It targets emissions reduction (carbon stocks conservation and enhancement) of 1.2 Million Tons in CO₂ Emissions, a Volume Equivalent to Approximately 50% of the Total Annual CO₂ Emissions by Our Domestic Group Companies. We intend to continue to contribute to reducing CO₂ emissions through preservation of tropical forests, an approach offering superior cost-efficiency.

Motivating employees

Davis: The Seven & i Group has approximately 140,000 employees. I believe human resources are the key to every aspect of a company's operations. What's your opinion?

Suzuki: I couldn't agree more. The most important thing to an employee is whether or not the job gives him or her a sense of accomplishment or satisfaction. Companies that pay high salaries do not necessarily have low employee turnover rates, and, in some cases, the opposite is true. The bottom line is whether or not a person can realize the value of his or her existence. Humans are by nature creatures of goodwill. People who think, "I want to be like this" or "I want to become like that," are more likely to be mentally stable people who actively seek meaning in their work. This is nothing less than a desire for fulfillment in life. All of us are endowed with the latent ability to attain self-enlightenment. The important thing is whether or not an opportunity, mechanism or occasion is available for realizing this ability to the

Davis: Tell me about your treatment of female

Suzuki: Our Group operates retail businesses, so many of our customers are naturally women. This makes the strength and outstanding performance of the women in our employ extremely important for developing products and serving customers.

As concerns systems, we strive to create workplace environments that women find comfortable, taking into consideration not only the positionsas full-time or part-time employees—but also the diverse lifestyles of our various workers: whether they are single or married, raising children, providing nursing care for family members or intent on working in the local community.

To help our female employees feel at ease and motivate them, it is essential that we both "create an environment conducive to women's personal growth" and change their way of thinking. Only when these two objectives are realized can women play a more active role. I consider it a mission for Seven & i's future to enrich our environment so that competent people of either sex can work with easy minds.

A company cannot keep employees' morale high unless it creates work styles that enable them to attain the lifestyles they seek.

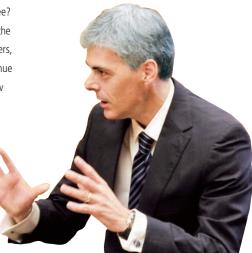
Future directions

Davis: Finally, we are in an era characterized by drastic changes. What challenges does Seven & i foresee? Suzuki: We'll work to ensure management from the standpoint of our customers and other stakeholders, undergo continuous self-reformation, and continue to take on challenges in the development of new products and provision of new services.

Davis: As an outside director, I look forward to observing the future endeavors of Seven & i

- World's first international standard for social responsibility targeting organizations of all kinds
- ² People whose circumstances make daily shopping for grocery and other items difficult
- ³ International Tropical Timber Organization : A UN treaty-based organization that deals with issues facing tropical forests
- 4 Reduction of Emissions from Deforestation and Forest Degradation in Developing Countries

with a Focus on Business Replacing B Focus on Social Concerns



Corporate Creed

We aim to be a sincere company that our shareholders trust. We aim to be a sincere company that our customers, business partners and local communities trust. We aim to be a sincere company that our employees trust.

Seven & i Holdings Corporate Action Guidelines (Formulated 1993, most recently revised 2007)

greatest possible extent.

The Company's mission is to provide customers with valuable products and services and to create new wealth and employment opportunities by conducting management with respect for business ethics. All the management and staff of Seven & i Holdings view customer satisfaction as their highest responsibility, and all are engaged in the pursuit of this mission. To this end, we have established a sound management structure.

We meet our social responsibilities, employing business practices in accordance with laws, regulations and social norms and with respect for human rights, the dignity of everyone with whom we are associated and the diverse values of international society.

> For the full text, please visit the following site: http://www.7andi.com/csr/guidelines.html (in Japanese)

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Seven & i Holdings' CSR Management

Our perspective on the Group's CSR management philosophy is as follows.

■ Stakeholder management

Since the Company's founding, we have adhered to a corporate policy of being "a sincere company that our customers, shareholders, business partners, local communities and employees trust," endeavoring to conduct management from the perspectives of our various stakeholders.

■ Business activities and social issues

In these times of rapidly changing social conditions, the environment surrounding every stakeholder is undergoing daily change as well. Under these circumstances, our stakeholders' expectations and demands also keep changing. Keeping our relationship with our stakeholders constantly in mind, we will continue our efforts to serve them through our core businesses, solve issues and give them satisfaction. If our efforts to solve the issues facing society succeed to even a limited extent, we believe this is the kind of CSR the Company seeks. To this end, we consider establishing sound internal corporate governance to be of paramount importance.

Issues we identified during the past year as needing to be addressed in consideration of both society's expectations and the Company's basic posture of prioritizing corporate governance correspond closely to ISO26000, as described below.

Seven & i Group Challenges and ISO26000

ISO26000 International SR Standard ISO26000* specifies "6 areas" and "governance" as spheres of relevance for organizations' SR (social responsibility). With these as a basis, Seven & i Holdings is considering

comprehensive, well-balanced CSR reflecting the business characteristics of the Group's operating companies.

Core Subjects for Social Responsibility under ISO26000

[Integrated approach]

Organizational Governance

Community

The environment

Organization

Labor practices

Fair

*ISO26000

The first international standard related to social responsibility targeting every organization. Although it is an ISO standard, it specifies that it is not intended for certification / regulatory / contractual application, and that it does not constitute a management standard.

Interdependence

operating

practices

Challenges Facing the Seven & i Group

[Strengthening Corporate Governance and CSR Management]

Strengthening internal control, Strengthening CSR management, Ensuring compliance, Promoting fair business practices, Establishing corporate ethics, Promoting CSR procurement

[Reducing the Environmental Impact]

Attaining an appropriate grasp of environmental impact, Improving energy efficiency and introducing renewable energy, Reducing waste and developing a recycling-oriented society, Implementing measures for biodiversity, Offering eco-friendly products, Raising environmental awareness among employees

[Provision of Safe, Reliable Products and Services]

Ensuring the quality and safety of products and services, Developing stores and facilities customers can visit with a sense of security, Assuring appropriate information provision, Responding sincerely to customer opinions

[Coexistence with Local Communities]

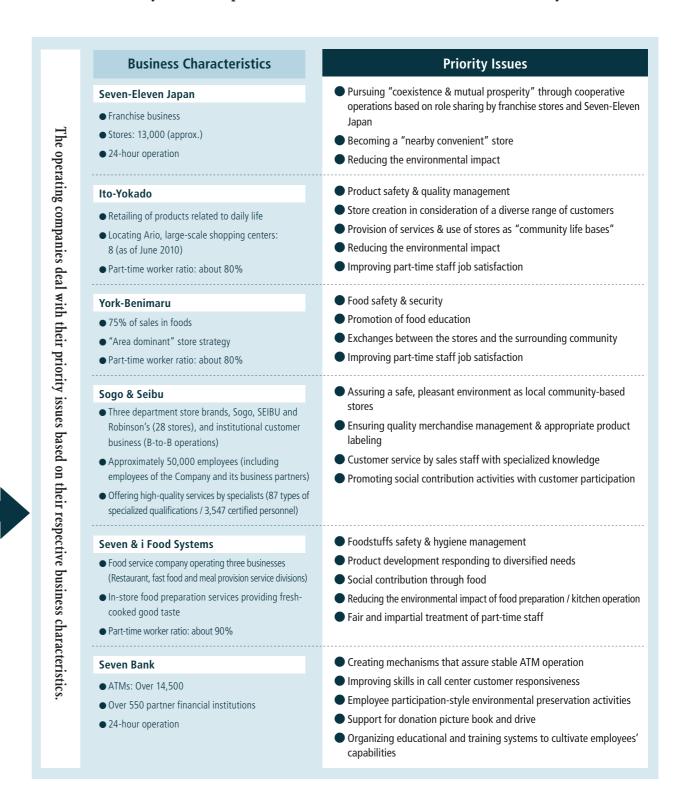
Supporting young parents and the elderly, Assisting in local community revitalization, Providing support in times of disaster, Implementing crime-prevention measures for local communities

[Creating Fulfilling Workplaces]

Supporting development of employee abilities, Assuring fair assessment and treatment of employees, Achieving a work-life balance, Making use of diverse human resources, Assuring consideration for worker health and safety

The operating companies leverage their respective business characteristics to contribute to solving social issues.

They consider which concrete measures they should implement and reevaluate their activities constantly.



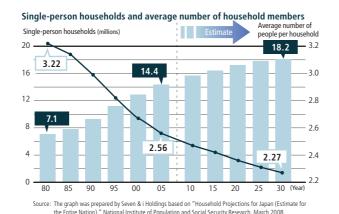
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Helping to Solve Social Issues by Leveraging the Characteristics of Our Various Business Operations

Seeking to Be a Store Offering Greater "Nearby Convenience" Seven-Eleven Japan

Among the dramatic changes in the social environment and people's lifestyles today, the ratio of working women as well as the number of singleperson households and households comprising couples without children are trending upward. In this social environment, such meal-related requests as, "I'd like to buy only the quantity I need because mine is a small household," or, "I don't want to spend much time cooking because I'm pressed for time," are on the rise. Service bases such as small and medium-sized retailers and bank branches are decreasing year by year, moreover, inconveniencing growing numbers of people when they go out to shop or for other purposes.

Seven-Eleven, which has offered utility bill payment services as well as installed bank ATMs for some time, is responding by expanding its selection of merchandise and services with the aim of becoming a store offering greater "nearby convenience."



Dishes that eliminate the fuss and bother of cooking

Seven Premium brand prepared dishes, which free customers from the fuss and bother of cooking without compromising quality, freshness or taste, successfully combine high quality and reasonable prices. Besides using only carefully selected ingredients, we make extra efforts, such as shipping some vegetables unpeeled directly from the growers to the manufacturers' factories, where they are cooked only briefly in order to maintain their freshness and good taste. In the case of potato salad, we employ various techniques, including heat sterilization of vacuum-packed salads to lengthen their shelf life.



Chilled boxed meals with long shelf lives*

We sell chilled boxed meals that can be managed and sold in the chilled temperature range (5°C), which is lower than that employed for conventional boxed meals. We revamped our manufacturing methods and implemented thorough temperature control to give these products a shelf life extending over three times that of existing boxed meals, while pursuing the quintessential taste of the dishes and ingredients. As a result, purchasers can keep our chilled boxed meals longer than before, freeing them to eat them at their convenience.

* The photo shows an example.



Seven-Meal Service takes advantage of Seven-Eleven Japan's product development, manufacturing and distribution infrastructure to offer authentic prepared foods, easy-to-cook meal kits and boxed meals that vary with the day, all of them nutritionally balanced and developed under the supervision of licensed dieticians. Customers can order them at Seven-Eleven stores as well as on the Internet or by phone or fax. Our convenient meal delivery service allows customers to pick up the items they order at the store or have them delivered to their home or workplace.



Issuance of residence certificate copies and seal registration certificates

Japanese have conventionally been able to obtain a copy of their residence certificate or a seal registration certificate only during the set daytime operating hours of local government offices on weekdays. At Seven-Eleven, customers can take advantage of a special service that issues a copy of their residence certificate or seal registration certificate when they simply hold their Resident Registration Card over a multi-functional copy machines installed in many stores The ability to obtain copies of their certificates at Seven-Eleven stores located outside their district of residence as long as they have their Resident Registration Card with them offers the convenience of obtaining them at a store nearby their workplace, for example. Special printing that prevents forging or tampering ensures a high degree of security.

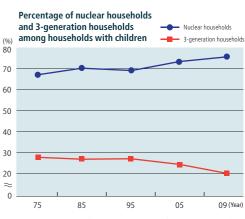


^{*} The service is available to residents of communities in which the service is offered (Shibuya Ward and Mitaka City in Tokyo, Ichikawa City in Chiba Prefecture and Soma City in Fukushima Prefecture, as of end August 2010) and who have registered a password for their Resident Registration Card that permits automated issuance. The number of local authorities participating in this service is expected to increase in the future.

■ Striving to Contribute to Local Communities through Appropriate Use of Stores — Ito-Yokado and Sogo & Seibu

In an environment of social changes such as a declining birthrate and a trend toward nuclear families, there are fewer people or institutions to which parents in local communities can turn for consultation about their anxieties or problems concerning childbirth and parenting.

Determined to develop into "community life bases" for local residents, Ito-Yokado and Sogo & Seibu have not only installed Baby Rooms in their stores to ensure a safe and pleasant shopping experience for customers with infants, but they also offer free consulting on childbirth and parenting. The stores also support parenting among our customers in cooperation with local governments.



. "Comprehensive Survey of Living Conditions," Ministry of Health, Labour and Welfard 2002, 2005 and 2009

Installation of Baby Rooms for customers with infants

Ito-Yokado has installed Baby Rooms in 157 of its stores (as of end August 2010). Each Baby Room is equipped with a diaper changing table, a washbasin where mothers can wash their hands before and after changing a diaper or nursing their baby (equipped with an automatic faucet at some stores), a nursing area (corner) that provides mothers with reassurance, even if their shopping takes a long time, a scale and tape measure for measuring their baby's weight and height, and a dedicated water heater (that supplies water heated to 70°C or above) for milk formula preparation. This frees customers from the need to bring hot water from home so they can feel free to enjoy shopping longer. Some stores (25 stores as of end August 2010) have installed picture book sections with benches, moreover, and children's toilets (28 stores as of end August 2010).

Stores with Baby Rooms installed have registered with local government parenting support programs to enable residents other than Ito-Yokado customers to use the rooms as "places for nursing or changing diapers away from home." The registered stores are marked with stickers. Sogo & Seibu have installed Baby Rooms with diaper changing beds and nursing areas in 27 stores, and the stores in some areas are registered with local government parenting support programs.

"Make Friends with Other Moms! A Social Networking Event for Moms with Babies under 1 Year of Age." We plan to make greater efforts to support mothers who tend to be isolated with such

offering free consultations every day, in the SEIBU Ikebukuro main store. Employees with midwife

licenses support customers in parenting by providing advice concerning their worries about raising

Sogo & Seibu has installed "Pre-Mama Station," a maternity and childcare consultation counter





A dedicated water heater for milk formula preparation





children as well as on preparations for childbirth and parenting.

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^{*} Regular service hours are set, except for the year-end holidays and New Year's Day. Issuance fees vary depending on the local government