

# Governance Data Book

- Symbols for the period covered are as follows: ○ : As of December 31, 2020 ■ : March 1, 2019–February 29, 2020
- Display of units: Figures for percentage displays, rounded down to the first decimal place

Corporate Governance			Period covered		Units		
<b>About the Directors</b>							
Number of Directors	In-house	Women	○	0	—		
		Men	○	8			
		Total	○	8			
	Independent and outside	Women	○	1			
		Men	○	4			
		Total	○	5			
	Overall total		○	13			
	Number of executive officers also serving as Director (including Representative Director)			○		5	–
	Ratio of executive officers also serving as Director (Number of executive officers also serving as Director/Number of Directors)			○		38.4	%
Ratio of Independent Outside Directors (Number of Independent Outside Directors/ Number of Directors)			○	38.4	%		
Ratio of Female Directors (Number of female Directors/Number of Directors)			○	7.6	%		
Director's term of office			○	1	Year		
Number of Board of Directors' meetings held			■	15	Times		
Attendance ratio of Outside Directors at Board of Directors' meetings			■	94.4	%		
<b>Regarding Audit &amp; Supervisory Board Members</b>							
Number of Audit & Supervisory Board Members	In-house	Women	○	0	—		
		Men	○	2			
		Total	○	2			
	Independent and outside	Women	○	2			
		Men	○	1			
		Total	○	3			
	Overall total		○	5			
	Ratio of Independent Outside Audit & Supervisory Board Members (Number of Independent Outside Audit & Supervisory Board Members/Number of Audit & Supervisory Board Members)			○		60.0	%
	Ratio of female Audit & Supervisory Board Members (Number of female Audit & Supervisory Board Members/Number of Audit & Supervisory Board Members)			○		40.0	%
Audit & Supervisory Board Member's term of office			○	4	Year		
Number of Audit & Supervisory Board meetings held			■	26	Times		
Attendance ratio of Outside Audit & Supervisory Board Members at Audit & Supervisory Board meetings			■	100	%		
Attendance ratio of Outside Audit & Supervisory Board Members at Board of Directors' meetings			■	100	%		
<b>About the Nomination Committee and Compensation Committee</b>							
Number of Nomination Committee members	In-house	Women	○	0	—		
		Men	○	2			
		Total	○	2			
	Independent and outside	Women	○	0			
		Men	○	3			
		Total	○	3			
	Overall total		○	5			
	Number of Compensation Committee members	In-house	Women	○		0	—
			Men	○		2	
Total			○	2			
Independent and outside		Women	○	1			
		Men	○	2			
		Total	○	3			
Overall total		○	5				

## Corporate Governance

		Period covered		Units	
<b>About the executive officers</b>					
Number of executive officers	Women	○	1	—	
	Men	○	17		
	Total	○	18		
Ratio of female executive officers (Number of female executive officers/Number of executive officers)		○	5.5	%	
Executive officer's term of office		○	1	Year	
<b>Regarding the Committees</b>					
Number of CSR Management Committee meetings held		■	2	Times	
Number of Information Management Committee meetings held		■	2	Times	
Number of Risk Management Committee meetings held		■	2	Times	
<b>Compensation*<sup>1</sup></b>					
Compensation of Directors (Total amount) (excluding Outside Directors)	Fixed compensation	■	179	Millions of yen	
	Performance-based compensation	Bonus	■		50
		Stock-based compensation (BIP Trust)	■		64
	Total	■	294		
Compensation for Outside Directors (Total amount)	Fixed compensation	■	70	Millions of yen	
	Performance-based compensation	Bonus	■		—
		Stock-based compensation (BIP Trust)	■		—
	Total	■	70		
Compensation for Audit & Supervisory Board Members (Total amount) (excluding Outside Audit & Supervisory Board Members)	Fixed compensation	■	64	Millions of yen	
	Performance-based compensation	Bonus	■		—
		Stock-based compensation (BIP Trust)	■		—
	Total	■	64		
Compensation for Outside Audit & Supervisory Board Members (Total amount)	Fixed compensation	■	38	Millions of yen	
	Performance-based compensation	Bonus	■		—
		Stock-based compensation (BIP Trust)	■		—
	Total	■	38		
<b>Accounting auditor compensation*<sup>2</sup></b>					
Compensation for the accounting auditor (Total amount)	Amount of compensation, etc., for services as accounting auditor for the fiscal year ended February 29, 2020	■	792	Millions of yen	
	Total amount of monies and other financial benefits to be paid to the accounting auditor by the Company and its subsidiaries	■	879		

- \*1
- Compensation above includes compensation for two (2) Directors and one (1) Audit & Supervisory Board Member (including one (1) Outside Audit & Supervisory Board Member) who retired from their positions at the conclusion of the 14th Annual Shareholders' Meeting, held on May 23, 2019.
  - The aggregate amounts of compensation, etc., of Directors shown above do not include amounts paid as salaries for employees to Directors who serve concurrently as employees.
  - It was resolved at the 1st Annual Shareholders' Meeting held on May 25, 2006 that the annual amount of compensation paid to Directors shall not exceed ¥1 billion (not including amounts paid as salaries for employees).
  - The 14th Annual Shareholders' Meeting held on May 23, 2019 resolved as follows regarding compensation amounts for Directors' stock-based compensation (BIP Trust)  
3 fiscal years/not more than ¥600 million (not more than ¥200 million per fiscal year)  
Limit on the points granted per fiscal year: 40,000 points (1 point = 1 share of common stock)
  - It was resolved at the 14th Annual Shareholders' Meeting held on May 23, 2019 that the annual amount of compensation paid to Audit & Supervisory Board Members shall not exceed ¥200 million.
  - Stock-based compensation (BIP Trust) was granted to five (5) Directors (excluding Outside Directors).
- \*2
- Under the audit contract concluded between the Company and the accounting auditor, the amounts of compensation, etc. for audits as per the Companies Act and the amounts of compensation, etc. for audits as per the Financial Instruments and Exchange Act are not clearly separated, and those amounts cannot practically be separated; therefore, the aggregate of those amounts is shown as the amount of compensation, etc., for services as an accounting auditor for the 15th fiscal year.
  - The Audit & Supervisory Board performed necessary verification to see whether the audit plan prepared by the accounting auditor, the status of the performance of their duties during the accounting audit, and the basis for calculating the estimated amount of compensation and the like were appropriate; thereafter, it decided to consent to the amount of compensation, etc. for services as an accounting auditor, as stipulated in Article 399, Paragraph 1 of the Companies Act.
  - Among the major subsidiaries of the Company, 7-Eleven, Inc. is audited by an audit corporation other than the Company's accounting auditor.