

Governance Data Book

- Symbols for the period covered are as follows: ○ : As of May 30, 2023 ■ : March 1, 2022–February 28, 2023
- Display of units: Figures for percentage displays, rounded down to the first decimal place

			Period covered	Units	
Regarding Directors					
Number of Directors	In-house	Women	○	0	—
		Men	○	6	
		Total	○	6	
	Independent and outside	Women	○	3	
		Men	○	6	
		Total	○	9	
	Overall total		○	15	
Number of executive officers also serving as Director (including Representative Director)			○	6	—
Ratio of executive officers also serving as Director (Number of executive officers also serving as Director/Total number of Directors)			○	40.0	%
Ratio of Independent Outside Directors (Number of Independent Outside Directors/ Total number of Directors)			○	60.0	%
Ratio of female Directors (Number of female Directors/Total number of Directors)			○	20.0	%
Director's term of office			○	1	Year
Number of Board of Directors' meetings held			■	17	Times
Attendance ratio of Outside Directors at Board of Directors' meetings			■	98.3	%
Regarding Audit & Supervisory Board Members					
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/Total number of Audit & Supervisory Board Members)			○	60.0	%
Ratio of female Audit & Supervisory Board Members (Number of female Audit & Supervisory Board Members/Total 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			■	100.0	%
Attendance ratio of Outside Audit & Supervisory Board Members at Board of Directors' meetings			■	100.0	%
Regarding the Nomination Committee and Compensation Committee					
Number of Nomination Committee members	In-house	Women	○	0	—
		Men	○	2	
		Total	○	2	
	Independent and outside	Women	○	1	
		Men	○	3	
		Total	○	4	
	Overall total		○	6	
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	

			Period covered	Units		
Regarding executive officers						
Number of executive officers	Women		○	3	—	
	Men		○	21		
	Total		○	24		
Ratio of female executive officers (Number of female executive officers/Total number of executive officers)			○	12.5	%	
Executive officer's term of office			○	1	Year	
Regarding the Committees						
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			■	1	Times	
Regarding compensation ^{*1}						
Compensation of Directors (Total amount) (excluding Outside Directors)	Fixed compensation		■	225	Millions of yen	
	Performance-based compensation	Bonus	■	150		
		Stock-based compensation (BIP Trust)		■		171
		Of the above, non-monetary compensation, etc.		■		171
	Total		■	548		
Compensation for Outside Directors (Total amount)	Fixed compensation		■	190	Millions of yen	
	Performance-based compensation	Bonus	■	—		
		Stock-based compensation (BIP Trust)		■		—
	Total		■	190		
Compensation for Audit & Supervisory Board Members (Total amount) (excluding Outside Audit & Supervisory Board Members)	Fixed compensation		■	77	Millions of yen	
	Performance-based compensation	Bonus	■	—		
		Stock-based compensation (BIP Trust)		■		—
	Total		■	77		
Compensation for Outside Audit & Supervisory Board Members (Total amount)	Fixed compensation		■	56	Millions of yen	
	Performance-based compensation	Bonus	■	—		
		Stock-based compensation (BIP Trust)		■		—
	Total		■	56		
Regarding accounting auditor compensation ^{*2}						
Compensation for the account- ing auditor (Total amount)	Amount of compensation, etc., for services as accounting auditor for the fiscal year ended February 28, 2022		■	886	Millions of yen	
	Total amount of monies and other financial benefits to be paid to the accounting auditor by the Company and its subsidiaries		■	903		

^{*1}

- The above includes four Directors (including 2 Outside Directors) who retired at the conclusion of the 17th Annual Shareholders' Meeting held on May 26, 2022, 1 Audit & Supervisory Board Member, as well as 1 Outside Director who resigned as of December 31, 2022.
- 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 yen (not including amounts paid as salaries for employees). The number of Directors was 16 in accordance with the resolution of this Shareholders' Meeting.
- The 17th Annual Shareholders' Meeting held on May 26, 2022, resolved as follows regarding compensation amounts for Directors' stock-based compensation (BIP Trust). The number of Directors was 4 in accordance with the resolution of this Shareholders' Meeting.
3 fiscal years / not more than 1.2 billion yen (however, for eligible periods beginning in FY2019, 1.0 billion yen as total for four fiscal years)
Limit on the points granted per fiscal year: 80,000 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. The number of Audit & Supervisory Board Members is five (5) in accordance with the resolution of this Shareholders' Meeting.
- The amount of performance-based compensation above includes the provision for bonuses to Directors and Audit & Supervisory Board Members and the provision for allowance for stock payments in the 18th fiscal year.
- Stock-based compensation (BIP Trust) was granted for four (4) Directors (excluding Outside Directors).
- Breakdown of total amount of non-monetary compensation to Directors (excluding Outside Directors) is 171 million yen of stock compensation (BIP trust).

^{*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 17th 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.