

Governance

1. Structure of the Board of Directors

Breakdown	As of March 2019
Number of Directors	15
Number of Outside Directors	2
Number of Independent Directors	2
Number of Female Director	0

2. Attendance of the Board of Directors

Positions	Name	Number of attendance at meetings of the Board of Directors in FY2018	
Director, Chairman of the Board	Kiyotaka Shindo	15 / 15	100%
Director of the Board, President and CEO	Susumu Yajima	15 / 15	100%
Director of the Board, Executive Vice President	Ryoji Watari	15 / 15	100%
Director of the Board, Executive Vice President	Kazuo Fuchigami	15 / 15	100%
Director of the Board, Senior Executive Officer	Hidehiko Aoyama	15 / 15	100%
Director of the Board, Senior Executive Officer	Yoshiaki Takeda	15 / 15	100%
Director of the Board, Executive Officer	Shoji Fujiwara	15 / 15	100%
Director of the Board, Executive Officer	Yoshiki Koseki	15 / 15	100%
Director of the Board, Executive Officer	Masatoshi Kaku	15 / 15	100%
Director of the Board, Executive Officer	Ryuichi Kisaka	15 / 15	100%
Director of the Board, Executive Officer	Kazuhiko Kamada	15 / 15	100%
Director of the Board, Executive Officer	Hiroyuki Isono	15 / 15	100%
Director of the Board, Executive Officer	Koichi Ishida (Appointed June 2018)	11 / 11	100%
Independent Outside Director	Michihiro Nara	14 / 15	93%
Independent Outside Director	Nobuaki Terasaka	14 / 15	100%

3. Structure and attendance of Nomination Committee

Positions	Name	Number of attendance at meeting of Nomination committee in FY 2018	
Director, Chairman of the Board	Kiyotaka Shindo	2 / 2	100%
Director of the Board, President and CEO	Susumu Yajima	2 / 2	100%
Independent Director	Michihiro Nara	2 / 2	100%
Independent Director	Nobuaki Terasaka	2 / 2	100%

4. Structure and attendance of Compensation Committee

Positions	Name	Number of attendance at meeting of Compensation committee in FY 2018	
Director, Chairman of the Board	Kiyotaka Shindo	3 / 3	100%
Director of the Board, President and CEO	Susumu Yajima	3 / 3	100%
Independent Director	Michihiro Nara	3 / 3	100%
Independent Director	Nobuaki Terasaka	3 / 3	100%

5. Structure of Audit & Supervisory Board

Breakdown	As of March 2019
Number of Audit & Supervisory Board members	5
Number of Outside Audit & Supervisory Board members	3
Number of Independent Outside Audit & Supervisory Board members	3

6. Attendance of Supervisory Board meeting

Positions	Name	Number of attendance at Supervisory board meeting in FY 2018	
Audit & Supervisory Board member	Motokazu Ogata	16 / 16	100%
Audit & Supervisory Board member	Tomihiro Yamashita	16 / 16	100%
Independent Outside Audit & Supervisory Board member	Makoto Katsura	15 / 16	94%
Independent Outside Audit & Supervisory Board member	Mikinao Kitada	16 / 16	100%
Independent Outside Audit & Supervisory Board member	Norio Henmi (Appointed June 2018)	11 / 11	100%

7. Total amount of remuneration, etc. for Directors and Audit & Supervisory Board Members FY2018

Position	No. of Personnel	Total remuneration (million yen)	Fixed remuneration (million yen)	Performance-linked remuneration (million yen)	
				Bonuses	Stock-based remuneration
Director	15	782	337	251	194
(Independent Outside Director)	(2)	(30)	(30)	(-)	(-)
Audit & Supervisory Board Member	5	90	90	-	-
(Outside Audit & Supervisory Board Member)	(3)	(36)	(36)	(-)	(-)
Total	20	873	427	251	194

Numbers less than one million yen are rounded down to the nearest million.

8. Total amount of consolidated compensation for officers whose total amount of compensation is ¥100 million or more

Name	Total amount of compensation (¥100 mil.)	Category of officers	Company name	Amount of compensation by type		
				Base compensation (¥ mil.)	Performance-linked compensation (¥ mil.)	
					Bonus	Stock compensation
Kiyotaka Shindo	103	Director	Oji Holdings	48	31	24
Susumu Yajima	103	Director	Oji Holdings	48	31	24

9. Remuneration of the Company's Accounting Auditors

Segment	FY 2018
Remuneration of the Company's Accounting Auditors (million yen)	247
Remuneration of the Company's Accounting Auditors (million yen)	6

10. Political contribution amount

Segment	FY 2018
Political contribution amount (thousand yen)	1,941

11. Shares of the Company

Segment	As of March 2019
Total number of shares authorized to be issued	2,400,000,000
Total number of shares issued	1,014,381,817
Treasury stock	23,369,691
Total number of shareholders	59,813
Foreign shareholding ratio (%)	23.6

12. Major shareholders top10**As of March 31, 2019**

Shareholder name	shares held (thousand shares)	% of total shares issued
The Master Trust Bank of Japan, Ltd. (Trust account)	81,771	8.3
Japan Trustee Services Bank, Ltd. (Trust account)	64,734	6.5
Japan Trustee Services Bank, Ltd. (Trust account 4)	35,452	3.6
Sumitomo Mitsui Banking Corporation	31,668	3.2
Nippon Life Insurance Company	25,658	2.6
Japan Trustee Services Bank, Ltd. (Trust account 9)	23,063	2.3
Mizuho Bank, Ltd.	21,636	2.2
Oji Group Employee Stock-holding Association	19,419	2.0
Japan Trustee Services Bank, Ltd. (Trust account 5)	17,303	1.7
The Norinchukin Bank	16,654	1.7

13. Anti-corruption

Segment	FY 2018
Number of staff dismissed due to non-compliance with anti-corruption policies	0
Cost of fines, penalties or settlements in relation to corruption (yen)	0
Provisions for fines and settlements in relation to corruption (yen)	0