



Corporate Governance

Composition of the Board of Directors and Nomination/Audit/Compensation Committees

As of June 30 of each fiscal year

Category	Unit	June 2018	June 2019	June 2020	June 2021	
Board of Directors	Chair of the Board of Directors	—	President and CEO	President and CEO	President and CEO	Chairman and Director
	Number of directors	Persons	12	12	9	9
	Men (percentage)	Persons (%)	11 (91.7)	11 (91.7)	8 (88.9)	8 (88.9)
	Women (percentage)	Persons (%)	1 (8.3)	1 (8.3)	1 (11.1)	1 (11.1)
	Number of internal directors (who also serve as executive officers)	Persons	6	6	3	2
	Men	Persons	6	6	3	2
	Women	Persons	0	0	0	0
	Number of internal directors (who do not serve as executive officers)	Persons	1	1	1	2
	Number of independent outside directors (total)	Persons	5	5	5	5
	Men	Persons	4	4	4	4
	Women	Persons	1	1	1	1
	Percentage of internal directors (who also serve as executive officers)	%	50.0	50.0	33.3	22.2
	Percentage of independent outside directors	%	41.7	41.7	55.6	55.6
	Number of independent outside directors with four or more important concurrent posts	Persons	0	0	0	0
Term of directors	Years	1	1	1	1	
Average tenure of directors*1	Years	3.3	3.3	3.5	4.3	
Nomination Committee	Committee chair	—	Independent outside director	Independent outside director	Independent outside director	Independent outside director
	Number of members	Persons	3	3	3	3
	Internal directors	Persons	1	1	1	1
	Independent outside directors	Persons	2	2	2	2
Audit Committee	Committee chair	—	Independent outside director	Independent outside director	Independent outside director	Independent outside director
	Number of members	Persons	4	3	4	4
	Internal directors	Persons	1	1	1	1
	Independent outside directors	Persons	3	2	3	3
Compensation Committee	Committee chair	—	Independent outside director	Independent outside director	Independent outside director	Independent outside director
	Number of members	Persons	3	3	3	3
	Internal directors	Persons	1	1	1	1
	Independent outside directors	Persons	2	2	2	2

*1 The average tenure of directors who were reelected following the previous year, at the time directors are elected.

Number of Times the Board of Directors and Nomination/Audit/Compensation Committees Convened and Their Attendance Rates

Category	Unit	FY2017	FY2018	FY2019	FY2020	
Board of Directors	Number of times convened	Meetings	10	10	10	10
	Attendance rate	%	100	99	99	98
	Attendance rate of independent outside directors	%	100	98	98	98
Nomination Committee	Number of times convened	Meetings	6	7	8	5
	Attendance rate	%	100	95	100	100
	Attendance rate of independent outside directors	%	100	86	100	100
Audit Committee	Number of times convened	Meetings	14	14	15	16
	Attendance rate	%	100	100	100	100
	Attendance rate of independent outside directors	%	100	100	100	100
Compensation Committee	Number of times convened	Meetings	4	8	5	4
	Attendance rate	%	100	100	100	100
	Attendance rate of independent outside directors	%	100	100	100	100



Executive Officers, Group Officers

As of April 1 of each fiscal year

Category		Unit	April 2018	April 2019	April 2020	April 2021
Executive officers	Total	Persons	34	35	34	32
	Men (percentage)	Persons (%)	33 (97.1)	34 (97.1)	33 (97.1)	30 (93.8)
	Women (percentage)	Persons (%)	1 (2.9)	1 (2.8)	1 (2.9)	2 (5.9)
Group officers	Total	Persons	3	3	3	4
	Men (percentage)	Persons (%)	3 (100)	3 (100)	3 (100)	4 (100)
	Women (percentage)	Persons (%)	0 (0)	0 (0)	0 (0)	0 (0)

Compensation of the President and CEO

Category	Unit	FY2017	FY2018	FY2019	FY2020
Total consolidated compensation, etc., of the President and CEO* ¹	Millions of yen	203	153	Less than 100	157
Average annual salary of employees (NSK Ltd.)* ²	Millions of yen	7.62	7.76	7.47	6.85
Ratio of total consolidated compensation, etc., of the President and CEO to average annual salary of employees	—	26.6	19.7	Less than 13.4	22.9

*1 Disclosed in the Status of Corporate Governance section in the Annual Securities Report.

*2 Disclosed in the Overview of Company section in the Annual Securities Report.

Political Donations

Category	Unit	FY2017	FY2018	FY2019	FY2020
Political donations	Millions of yen	4.10	4.05	4.05	2.05