

## Governance

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

As of June 30 of each fiscal year

Category		Unit	June 2018 <sup>*1</sup>	June 2019	June 2020	June 2021	June 2022
Board of Directors	Chair of the Board of Directors	–	President and CEO	President and CEO	President and CEO	Chairman and Director	Chairman and Director
	Number of directors	Persons	12	12	9	9	9
	Men (percentage)	Persons (%)	11 (91.7)	11 (91.7)	8 (88.9)	8 (88.9)	8 (88.9)
	Women (percentage)	Persons (%)	1 (8.3)	1 (8.3)	1 (11.1)	1 (11.1)	1 (11.1)
	Number of internal directors (who also serve as executive officers)	Persons	6	6	3	2	2
	Men (percentage)	Persons	6	6	3	2	2
	Women (percentage)	Persons	0	0	0	0	0
	Number of internal directors (who do not serve as executive officers)	Persons	1	1	1	2	2
	Number of independent outside directors (total)	Persons	5	5	5	5	5
	Men (percentage)	Persons	4	4	4	4	4
	Women (percentage)	Persons	1	1	1	1	1
	Percentage of internal directors (who also serve as executive officers)	%	50.0	50.0	33.3	22.2	22.2
	Percentage of independent outside directors	%	41.7	41.7	55.6	55.6	55.6
	Number of independent outside directors with four or more important concurrent posts	Persons	0	0	0	0	0
	Term of directors Years	Years	1	1	1	1	1
Average tenure of directors <sup>*2</sup>	Years	3.3	3.3	3.5	4.3	4.4	
Nomination Committee	Committee chair	–	Independent outside director	Independent outside director	Independent outside director	Independent outside director	Independent outside director
	Number of members	Persons	3	3	3	3	3
	Internal directors	Persons	1	1	1	1	1
	Independent outside director	Persons	2	2	2	2	2
Audit Committee	Committee chair	–	Independent outside director	Independent outside director	Independent outside director	Independent outside director	Independent outside director
	Number of members	Persons	4	3	4	4	4
	Internal directors	Persons	1	1	1	1	1
	Independent outside director	Persons	3	2	3	3	3
Compensation Committee	Committee chair	–	Independent outside director	Independent outside director	Independent outside director	Independent outside director	Independent outside director
	Number of members	Persons	3	3	3	3	3
	Internal directors	Persons	1	1	1	1	1
	Independent outside director	Persons	2	2	2	2	2

\*1 One independent outside director was appointed in July 2018.

\*2 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	FY2021
Board of Directors	Number of times convened	Meetings	10	10	10	10	10
	Attendance rate	%	100	99	99	98	100
	Attendance rate of independent outside directors	%	100	98	98	98	100
Nomination Committee	Number of times convened	Meetings	6	7	8	5	7
	Attendance rate	%	100	95	100	100	100
	Attendance rate of independent outside directors	%	100	86	100	100	100
Audit Committee	Number of times convened	Meetings	14	14	15	16	14
	Attendance rate	%	100	100	100	100	100
	Attendance rate of independent outside directors	%	100	100	100	100	100
Compensation Committee	Number of times convened	Meetings	4	8	5	4	5
	Attendance rate	%	100	100	100	100	100
	Attendance rate of independent outside directors	%	100	100	100	100	100

### Executive Officers, Group Officers

As of April 1<sup>st</sup> of each fiscal year

Category		Unit	April 2018	April 2019	April 2020	April 2021	April 2022
Executive officers	Total	Persons	34	35	34	32	21
	Men (percentage)	Persons (%)	33 (97.1)	34 (97.1)	33 (97.1)	30 (93.7)	20 (95.2)
	Women (percentage)	Persons (%)	1 (2.9)	1 (2.9)	1 (2.9)	2 (6.3)	1 (4.8)
Group officers	Total	Persons	3	3	3	4	4
	Men (percentage)	Persons (%)	3 (100)	3 (100)	3 (100)	4 (100)	4 (100)
	Women (percentage)	Persons (%)	0 (0)	0 (0)	0 (0)	0 (0)	0 (0)

### Compensation of the President and CEO

Category	Unit	FY2017	FY2018	FY2019	FY2020	FY2021
Total consolidated compensation, etc., of the President and CEO	Millions of yen	203	153	Less than 100	157	102 <sup>*1</sup>
Average annual salary of employees (NSK Ltd.)	Millions of yen	7.62	7.76	7.47	6.85	7.12 <sup>*2</sup>
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	14.3

\*1 Disclosed in the Status of Corporate Governance section in the Consolidated Financial Statement FY2021 (Japanese).

\*2 Disclosed in the Overview of Company section in the Consolidated Financial Statement FY2021 (Japanese).

### Political Donations

Category	Unit	FY2017	FY2018	FY2019	FY2020	FY2021
Political donations	Millions of yen	4.10	4.05	4.05	2.05	4.05