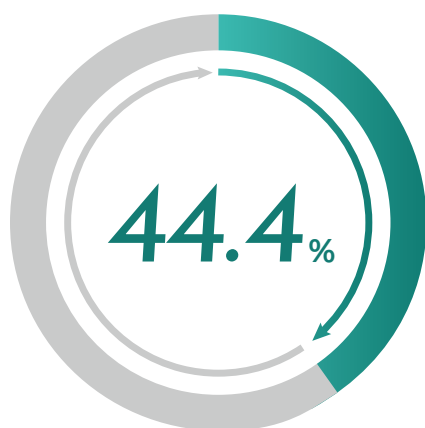


# Governance



Percentage of external directors and Audit & Supervisory Board



Attendance rate of external officers



Items	Remarks	Units	FY 2019	FY 2020	FY 2021
<b>Number of directors (board members)</b>		Persons	7	6	6
Number of external directors		Persons	2	2	2
Ratio of external directors		%	28.6	33.3	33.3
Number of female directors		Persons	1	1	1
Ratio of female directors		%	14.3	16.7	16.7
<b>Number of Audit &amp; Supervisory Board members</b>		Persons	4	3	3
Number of external Audit & Supervisory Board members		Persons	2	2	2
Ratio of external Audit & Supervisory Board members		%	50.0	66.7	66.7
<b>Number of corporate officers</b>		Persons	10	12	8
(of which) Number of female corporate officers		Persons	1	1	0
<b>Number of board meetings</b>		Times	16	16	13
Number of attendances of external directors	Nawomi Todo	Attendance/Total %	16/16 100%	16/16 100%	13/13 100%
	Masatoshi Ohara	Attendance/Total %	12/13 92.3%	16/16 100%	13/13 100%
Number of attendances of external Audit & Supervisory Board members	Takanobu Tomohiro	Attendance/Total %	15/16 93.8%	14/16 87.5%	13/13 100%
	Junichi Hirano	Attendance/Total %	16/16 100%	15/16 93.8%	13/13 100%

<b>Number of Audit &amp; Supervisory Board meetings</b>		Times	<b>19</b>	<b>18</b>	<b>16</b>
Number of attendances of external Audit & Supervisory Board members	Takanobu Tomohiro	Attendance/Total %	<b>18/19 94.7%</b>	<b>16/18 88.9%</b>	<b>16/16 100%</b>
	Junichi Hirano	Attendance/Total %	<b>19/19 100%</b>	<b>17/18 94.4%</b>	<b>16/16 100%</b>
<b>Number of matters to be resolved at the board meeting</b>		Cases	<b>100</b>	<b>106</b>	<b>77</b>
<b>Number of matters to be reported at the board meeting</b>		Cases	<b>150</b>	<b>92</b>	<b>62</b>
<b>Total compensation allocation for directors (board members) and Audit &amp; Supervisory Board members</b>					
<b>Number of eligible directors (excluding external directors)</b>		Persons	<b>6</b>	<b>5</b>	<b>4</b>
Total compensation allocation		Million yen	<b>399</b>	<b>299</b>	<b>177</b>
(of which) Fixed compensation		Million yen	<b>244</b>	<b>205</b>	<b>177</b>
(of which) Stock options		Million yen	<b>40</b>	<b>24</b>	<b>-</b>
(of which) Performance-based compensation		Million yen	<b>81</b>	<b>70</b>	<b>-</b>
(of which) Retirement benefits		Million yen	<b>34</b>	<b>-</b>	<b>-</b>
<b>Number of eligible Audit &amp; Supervisory Board members (excluding external Audit &amp; Supervisory Board members)</b>		Persons	<b>2</b>	<b>2</b>	<b>1</b>
Total compensation		Million yen	<b>22</b>	<b>18</b>	<b>17</b>
(of which) Fixed compensation		Million yen	<b>22</b>	<b>18</b>	<b>17</b>
<b>Number of eligible external directors and external Audit &amp; Supervisory Board members</b>		Persons	<b>5</b>	<b>4</b>	<b>4</b>
Total compensation, etc.		Million yen	<b>24</b>	<b>25</b>	<b>28</b>
(of which) Fixed compensation		Million yen	<b>24</b>	<b>25</b>	<b>28</b>
<b>Number of days between the dates of dispatch of the convocation notice and annual shareholder's meeting</b>		Days	<b>18</b>	<b>18 (Jun.) 17 (Dec.)</b>	Meeting not held due to the transformation into a holding company
<b>Number of cases of whistle-blowing (including consultation) or whistle blowers</b>	Japan	Cases	<b>14</b>	<b>8</b>	<b>7</b>
<b>Exclusion recommended by the Fair Trade Commission, etc.</b>	Japan	Cases	<b>0</b>	<b>0</b>	<b>0</b>
<b>Shut down or suspension of business caused by scandal or misconduct</b>	Japan	Cases	<b>0</b>	<b>0</b>	<b>0</b>
<b>Criminal indictments for accidents or incidents related to compliance violations</b>	Japan	Cases	<b>0</b>	<b>0</b>	<b>0</b>
<b>Detection by price cartel</b>	Outside Japan	Cases	<b>0</b>	<b>0</b>	<b>0</b>
<b>Detection of bribery</b>	Outside Japan	Cases	<b>0</b>	<b>0</b>	<b>0</b>
<b>Detection by other reasons</b>	Outside Japan	Cases	<b>0</b>	<b>0</b>	<b>0</b>

\* Data on Board and Audit & Supervisory Board is for Sawai Pharmaceutical (before FY2020), for Sawai Group Holdings (from FY2021 onward)