



February 21, 2018

Name of listed company:  
BANDAI NAMCO Holdings Inc.  
Name of representative:  
Mitsuaki Taguchi,  
President and Representative Director  
(Code Number: 7832 TSE 1st section)  
Contact: Yuji Asako,  
Director, Division General Manager  
of the Corporate Planning Division

## **Overview of Evaluation Results of Effectiveness of the Company's Board of Directors**

BANDAI NAMCO Holdings Inc. ("the Company") conducts regular evaluation of the effectiveness of the Board of Directors in the aim of enhancing the effectiveness of the Board of Directors and increasing the corporate value of the Company and reports an overview of the evaluation's results. This practice has been ongoing since the fiscal year ended March 31, 2016.

The Company has conducted an evaluation of the effectiveness of the Board of Directors for the fiscal year ending March 31, 2018, and accordingly announces an overview of these results.

### 1. Method and process of evaluation

After creating a questionnaire <sup>(Note)</sup> to measure the effectiveness of the Board of Directors, the Company distributed it to all 14 Directors and Audit & Supervisory Board Members and obtained responses comprising ratings and free comments from all. These results were sent to a third-party specialist organization to get them aggregated. Using these aggregate results, the Company's Independent Directors and Audit & Supervisory Board Members Committee, which is comprised of three Outside Directors and three Outside Audit & Supervisory Board Members, performed analysis and verification and engaged in constructive discussion at the Board of Directors Meeting on the current results of the evaluation, common issues raised among the Directors, and future action plans.

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(Note) Major items in the Board of Directors evaluation questionnaire

Composition of the Board of Directors / Administration of the Board of Directors / Board culture

Roles and contributions / Leadership / Corporate strategy decision-making and goal-setting

Potential risk understanding and response / Sound decision-making / Monitoring of management resources

Monitoring of execution and performance / Response to stakeholders

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## 2. Responses to issues relating to the effectiveness of the Board of Directors for the fiscal year ended March 31, 2017

Although the Company has been generally proceeding as planned with its main strategy of “Gain Momentum in Global Markets” promoted in the Mid-term Plan, as part of the issues raised in the results of the evaluation conducted for the fiscal year ended March 31, 2017, it was suggested that in order to aim for further expansion of global development, it is necessary to establish an organizational framework capable of identifying the risks of each region and responding quickly to such risks, as well as a system capable of monitoring the status of the utilization of management resources, such as personnel and funds, from a global viewpoint.

After giving thought to these evaluation results, the Company has been not only promoting the strengthening of the functions of regional headquarters in the respective regions of the U.S., Europe, and Asia, such as by strengthening internal controls and internal auditing functions and constructing risk management systems, but also working on establishing and strengthening systems for information sharing in Japan and overseas in an effort to further expand global development.

## 3. Overview of evaluation results of effectiveness of the Board of Directors for the fiscal year ending March 31, 2018

The results of the evaluation of the status of scale, composition, and administration of the Company’s Board of Directors confirmed that a system has been constructed to monitor decision-making of significant management items and the business execution. The results also confirmed that all constitute members had suitable understanding of the roles they are charged to fulfill, and they engaged in active discussions that included participation of Outside Directors and Outside Audit & Supervisory Board Members who possess a wide range of experience and expertise.

In terms of specific issues, similarly for the fiscal year ended March 31, 2017, it was suggested that in the aim of further expanding global development, there should be further promotion of efforts to continue strengthening the monitoring system for identifying risks of the respective regions and responding quickly to such risks and to strengthen monitoring of the content of discussions and processes inside the boards of directors of the major business companies.

## 4. Future response

Taking on board these evaluation results, the Company’s Board of Directors will, as it prepares for the new Mid-term Plan starting in April 2018, pursue efforts to promote further expansion of global development. While continuing efforts to strengthen the sharing of various types of information in Japan and overseas, the Company will establish systems to further strengthen the monitoring of discussions and processes inside the boards of directors of the major business companies. Looking forward, the Company will strive to create a suitable environment in which sufficient and energetic discussion can be carried out, while it works to further improve the effectiveness of the Board of Directors.

End of notice