Executive Officers

Executive Officers are appointed by resolution of the Board of Directors, and are responsible for making decisions on and executing the operations delegated to them by the Board of Directors. The Articles of Incorporation stipulate that the term of office shall be one year, and as of June 24, 2026, there are 15 Executive Officers.

Appointment of Executive Officers

The appointment of Executive Officers shall be determined after careful deliberation by the Board of Directors, taking into overall account whether they possess the appropriate character, insight, capabilities, experience and track record to fulfill their duties. In addition, if it becomes clear that an Executive Officer lacks the required qualifications, they shall be promptly dismissed by the Board of Directors.

Flattening of the Hierarchy and Compensation Structure

On June 25, 2021, NTN Group dissolved the ranked positions among Executive Officers other than the President, flattening (de-hierarchizing) the Executive Officer structure, with the aim of re-activating discussions among Executive Officers, responding to issues with a greater sense of speed, and further enhancing corporate value.

Since the introduction of this structure, information sharing and communication among Executive Officers have become smoother, and certain effects have been observed in terms of more active cross-departmental discussion and faster decision-making, which we recognize as contributing to a faster response to management issues. At the same time, we will continue to verify how effectively it contributes to enhancing corporate value on an ongoing basis.

In line with the flattening of the structure, the existing position-specific compensation system for Directors was abolished in April 2022, and we transitioned to a compensation system for responsible officers based on the responsibilities of the department each Executive Officer oversees.

Adoption of ESG evaluation

Since April 2022, ESG factors have been set as key individual target measures for Executive Officers involved in the calculation of annual incentives (bonuses). The degree of achievement of these ESG factors is one of the evaluation indicators. Incorporating ESG factors into the evaluation system promotes active engagement by Executive Officers on ESG.

P.69 Compensation Committee

Nominating Committee

Standards for appointment of Directors

Candidate Directors, whether selected from inside or outside the Group, shall be decided upon careful deliberation by the Nominating Committee based on standards for selection of Directors as stipulated below, taking into account the diversity and balance of the Board (including gender and international experience).

- Must be in good condition both physically and mentally.
- Must have a high sense of ethics and a law-abiding spirit.
- Must be able to engage in constructive discussion from an objective viewpoint.
- Must be highly motivated to improve their abilities.
- Must have excellent decision-making skills from a company-wide and medium- to long-term perspective.
- Must have excellent foresight and insight regarding environmental and social change.
- Must have sufficient track record of performance and expertise in relevant fields (corporate manager or specialization).
- Regarding Outside Directors, (1) they must have sufficient time to accomplish their duties, (2) they must satisfy the standards regarding the independence of Outside Directors as stipulated under separate cover, (3) diversity must be ensured among the Outside Directors, and (4) they must have the requisite abilities to accomplish duties as a member of any of the three committees.

Matters deliberated by the Nominating Committee

From April 2025 to March 2026, the Nominating Committee held seven meetings. The Committee discussed succession planning for officers, and resolved matters relating to the recommendation of Executive Officer candidates and the selection of Director candidates.

In addition, the Nominating Committee Regulations stipulate that a majority of the members shall be composed of Independent Outside Directors, and that any member with a special interest may not participate in the resolution.

Period: from April 1, 2025 to March 31, 2026

1st meeting	• Decision on the order of replacement in the event of the Chairperson being unable to serve • Annual activity plan
2nd meeting	• Succession planning
3rd meeting	• Succession planning
4th meeting	• Succession planning
5th meeting	• Recommendation of Executive Officer candidates
6th meeting	• Recommendation of Executive Officer candidates • Selection of Director candidates
7th meeting	• Selection of Director candidates

In FY2025, the Nominating Committee focused its discussions primarily on the method for selecting Executive Officer candidates and the structure of the Executive Officer organization. These matters are reported to the Board of Directors at its meetings in subsequent months.

In addition, from the perspective of further strengthening the supervisory function of management, we will continue to consider increasing the ratio of Outside Directors to a majority of the Board.