

Governance Data

Corporate Governance

► Board of Directors

			2022 ^{*1}	2023 ^{*2}	2024 ^{*3}	2025 ^{*4}
Directors	Inside	Male	4	4	4	4
		Female	0	0	0	0
		Total	4	4	4	4
	Outside	Male	1	1	1	1
		Female	1	1	1	1
		Total	2	2	2	2
	Total		6	6	6	6
	Percentage of independent outside directors (%)		33.3	33.3	33.3	33.3
	Percentage of female directors (%)		16.7	16.7	16.7	16.7

► Audit & Supervisory Committee

			2022 ^{*1}	2023 ^{*2}	2024 ^{*3}	2025 ^{*4}
Audit & Supervisory Committee members	Inside	Male	1	1	1	1
		Female	0	0	0	0
		Total	1	1	1	1
	Outside	Male	1	1	1	1
		Female	1	1	1	1
		Total	2	2	2	2
	Total		3	3	3	3
	Percentage of independent outside directors (%)		66.7	66.7	66.7	66.7
	Percentage of female directors (%)		33.3	33.3	33.3	33.3

► Nomination Committee

			2022 ^{*1}	2023 ^{*2}	2024 ^{*3}	2025 ^{*4}
Nomination Committee members	Inside	Male	2	2	2	2
		Female	0	0	0	0
		Total	2	2	2	2
	Outside	Male	1	1	1	1
		Female	1	1	1	1
		Total	2	2	2	2
	Total		4	4	4	4
	Percentage of independent outside directors (%)		50.0	50.0	50.0	50.0
	Percentage of female directors (%)		25.0	25.0	25.0	25.0

► Remuneration Committee

			2022 ^{*1}	2023 ^{*2}	2024 ^{*3}	2025 ^{*4}
Remuneration Committee members	Inside	Male	2	2	2	2
		Female	0	0	0	0
		Total	2	2	2	2
	Outside	Male	1	1	1	1
		Female	1	1	1	1
		Total	2	2	2	2
	Total		4	4	4	4
	Percentage of independent outside directors (%)		50.0	50.0	50.0	50.0
	Percentage of female directors (%)		25.0	25.0	25.0	25.0

► Officers (Directors [including Audit & Supervisory Committee members] and Executive Officers)

		2022 ^{*1}	2023 ^{*2}	2024 ^{*3}	2025 ^{*4}
Officers	Male	31	30	31	31
	Female	2	2	2	3
	Total	33	32	33	34
Percentage of female directors (%)		6.06	6.25	6.06	8.82

*1 As of March 25, 2022

*2 As of March 24, 2023

*3 As of March 27, 2024

*4 As of March 19, 2025

► Number of Board of Directors and Committee Meetings Held and Attendance Rate

		2022	2023	2024
Board of Directors	No. of times held	10	9	9
	Attendance rate (%)	100	100	100
Audit & Supervisory Committee	No. of times held	11	11	11
	Attendance rate (%)	97.0	100	100
Nomination Committee	No. of times held	1	1	1
	Attendance rate (%)	100	100	100
Remuneration Committee	No. of times held	2	1	1
	Attendance rate (%)	100	100	100

► Composition of the Board of Directors, Audit & Supervisory Committee, and Other Committees and Attendance at These Meetings (Fiscal 2024)

	Board of Directors	Audit & Supervisory Committee	Nomination Committee	Remuneration Committee
Takahisa Takahara President & CEO	100% (9/9 times)	—	100% (1/1 time)	100% (1/1 time)
Toshifumi Hikosaka Director, Senior Management, in Charge of Production and Development	100% (9/9 times)	—	—	—
Kenji Takaku Director, Senior Managing Executive Officer in Charge of Marketing and Sales	100% (9/9 times)	—	—	—
Hiroaki Sugita Director, Audit & Supervisory Committee Member Outside Independent	100% (9/9 times)	100% (11/11 times)	100% (1/1 time)	100% (1/1 time)
Noriko Rzonca Director, Audit & Supervisory Committee Member Outside Independent	100% (9/9 times)	100% (11/11 times)	100% (1/1 time)	100% (1/1 time)
Shigeru Asada Director, Audit & Supervisory Committee Member	100% (9/9 times)	100% (11/11 times)	100% (1/1 time)	100% (1/1 time)

Note: Outside Outside director Independent Independent director

Attendance is based on the number of times committees have convened during respective tenures.

► Composition of the Board of Directors, Audit & Supervisory Committee, and Other Committees and Relevant Expertise of Directors (as of March 19, 2025)

	Tenure	Composition of the Board of Directors, Audit & Supervisory Committee, and Other Committees				Relevant Expertise of Directors										
		Board of Directors	Audit & Supervisory Committee	Nomination Committee	Remuneration Committee	Corporate Management	Finance and Accounting	Corporate Governance	Risk Management	Human Resource Development	Overseas Business	Marketing	Distribution Strategy	Development and Production	Sustainability*2	Digital Transformation
Takahisa Takahara President & CEO	29 years, 9 months	◎		○	○	●	●	●	●	●	●	●			●	
Kenji Takaku Director, Senior Management, in Charge of Marketing and Sales	2 years	○				●		●	●	●	●	●	●	●		
Tetsuya Shite Director, Senior Managing Executive Officer	—*1	○				●		●	●	●			●		●	
Hiroaki Sugita Director, Audit & Supervisory Committee Member Outside Independent	4 years	○	○	◎	◎	●	●	●	●	●		●	●		●	●
Noriko Rzonca Director, Audit & Supervisory Committee Member Outside Independent	2 years	○	○	○	○	●		●	●	●	●	●			●	●
Shigeru Asada Director, Audit & Supervisory Committee Member	6 years	○	◎	○	○	●	●	●	●	●	●					

Note: ◎ denotes serving as the chair and ○ denotes serving as a member Outside Outside director Independent Independent director

*1 Appointed on March 19, 2025 *2 Environment and quality

► Evaluation Criteria for and Basic Policy on Executive Remuneration and Fiscal 2024 Remuneration Targets and Results

No.	Evaluation Criteria	Accountability	Assessment Weighting	Targets	Results	Assessment
1	Group performance (business plan)	1-1 Consolidated net sales	20%–50%	¥1,006,000 million (up 6.8% YoY)	¥988,981 million (up 5.0% YoY)	98.3%
		1-2 Consolidated core operating income		¥144,000 million (up 12.5% YoY)	¥138,463 million (up 8.2% YoY)	96.2%
		1-3 Profit attributable to owners of parent		¥90,000 million (up 4.6% YoY)	¥81,842 million (down 4.9% YoY)	90.9%
2	Department performance	2-1 Sales in applicable business division	0%–40%	(Each department)	(Each department)	—
		2-2 Profits in applicable business division		(Each department)	(Each department)	—
3	Group key strategy	3-1 Priority strategies for each role	20%–50%	(Each director)	(Each director)	—
		3-2 ESG assessment (specialist rating agency evaluation, etc.)		(Each director)	(Each director)	—
4	Department key strategy	4 Priority strategy in applicable business division	0%–40%	(Each department)	(Each department)	—

Overview of key assessment indicators

1. Performance-based indicators for Company efforts 2. Performance-based indicators for individual director and executive officer efforts 3. Assessment indicators for Company priority strategies (including qualitative assessments)

4. Assessment indicators for individual director and executive officer priority strategies (including qualitative assessments)

► Total Remuneration for Each Director and Executive Officer, Total for Each Type of Remuneration, and Number of Directors Receiving Remuneration

Role	Total Remuneration (million yen)	Totals for Each Type of Remuneration (million yen)			No. of Directors Receiving Remuneration
		Basic Remuneration	Performance-Linked Remuneration	Non-Monetary Remuneration	
				Restricted Share-Based Remuneration	
Directors (excluding Audit & Supervisory Committee members and outside directors)	557	194	194	170	3
Directors (Audit & Supervisory Committee members) (excluding outside directors)	8	8	—	—	1
Outside directors	21	21	—	—	2

1. Total amount of remuneration of directors (excluding Audit & Supervisory Committee members) includes amounts recorded as expenses of ¥170 million for restricted share-based remuneration of three directors (excluding Audit & Supervisory Committee members).

2. Following the enforcement of the Companies Act, the Company's shareholders approved a resolution to abolish the retirement benefit system for directors and executive officers and incorporate their bonuses into remuneration at the 47th General Meeting of Shareholders held on June 26, 2007. Directors and executive officers now only receive annual compensation.

Compliance

Fair Business Practices

► Fines, Surcharges, Settlements, and Dismissals Resulting from Acts of Corruption

	2022	2023	2024	Coverage
No. of fines, surcharges, and settlements resulting from serious legal violations related to corruption and bribery	0	0	0	Unicharm Corporation
Amount of fines, surcharges, and settlements resulting from serious legal violations related to corruption and bribery (yen)	0	0	0	
No. of employees subject to disciplinary action due to acts of corruption or bribery	0	1	0	

► Number of Consultations and Reports via the Whistleblowing System

	2022	2023	2024	Coverage
No. of consultation/whistleblowing cases (Japan)	100	165	210	Unicharm Group
No. of consultation/whistleblowing cases (overseas*)	42	48	56	
Of which, are in violation of compliance	0	0	0	

* Unicharm's local subsidiaries in China, Taiwan—Greater China, Thailand, Indonesia, Malaysia, Singapore, India, Brazil, South Korea, the United States, Vietnam, Saudi Arabia, Egypt, and Australia

► Measures to Raise Compliance Awareness

Target	Details	2024	
		No. of Times	No. of Attendees
All employees	All areas of compliance (distribution through email newsletters and posting on the Company intranet)	6	All employees
New employees	Compliance and basis of contracts	1	60
Employees to be posted overseas (pre-posting training)	Prohibition of bribery, protection of confidential information, contract compliance, etc.	2	24
Divisional basis	Setting of themes according to business activity and holding of workshops	2	39

► Harassment Prevention

	2022	2023	2024	Coverage
No. of participants in harassment prevention manager training	26	21	495	Unicharm Corporation
No. of participants in new leader training sessions	26	21	46	

Tax Compliance

► Tax Payments by Country/Region (million yen)

	2022	2023	2024
Japan	19,898	25,102	29,155
China	6,056	3,984	1,621
Vietnam	1,546	463	1,978
Saudi Arabia	1,518	2,168	2,586
Thailand	2,703	1,963	3,774
Other regions	5,682	6,459	8,278
Total	37,403	40,139	47,393