

Corporate Governance Data

Total Compensation Paid to Directors and Audit & Supervisory Board Members (Fiscal 2014)

Category	Monthly compensation		Reserve for bonus		Stock compensation-type stock options		Compensation total	
	Number receiving compensation	Amount (¥ millions)	Number receiving compensation	Amount (¥ millions)	Number receiving compensation	Amount (¥ millions)	Number receiving compensation	Amount (¥ millions)
Directors	12	185	6	54	6	49	12	289
(Outside appointees)	(2)	(15)	(0)	(-)	(0)	(-)	(2)	(15)
Audit & Supervisory Board Members	5	72	0	-	0	-	5	72
(Outside appointees)	(2)	(15)	(0)	(-)	(0)	(-)	(2)	(15)
Total	17	258	6	54	6	49	17	361

1. The annual compensation limit established at a shareholders' meeting is ¥500 million for directors and ¥130 million for audit & supervisory board members. Bonuses are included in the amount for directors. In addition, the annual compensation limit for stock compensation-type stock options (stock acquisition rights) for directors is ¥100 million, established separately from the above annual compensation limit for directors (excluding outside directors).

2. The above-mentioned payments include one director and one audit & supervisory board member who stepped down from their posts as of the close of the tenth ordinary shareholders' meeting, held on June 26, 2014. As of March 31, 2015, the Group had eleven directors and four audit & supervisory board members.

Information Related to the Independent Financial Auditor (Fiscal 2014)

Name	Ernst & Young ShinNihon LLC
Amount paid for statutory services ¹	¥188 million
Total remuneration to be paid by the Group to the independent financial auditor ²	¥416 million

1. Total remuneration for audits in accordance with the Japanese Companies Act and for audits in accordance with the Financial Instruments and Exchange Act.

2. Total amounts of remuneration and other financial profits to be paid by T&D Holdings and its subsidiaries.

Holdings of the Directors and Audit & Supervisory Board Members

	June 25, 2015	June 26, 2014	June 26, 2013
President	19,764 shares	15,753 shares	13,881 shares
Other directors (average)	13,061 shares	11,063 shares	9,390 shares
Audit & supervisory board members (average)	4,712 shares	3,888 shares	4,448 shares

Board of Directors, Audit & Supervisory Board, Executive Committee, and Group Management Committee (Fiscal 2014)

Name	Number of meetings	Attendance rate	Main members and attendees
Board of Directors	22	99.4%	Directors and audit & supervisory board members
Audit & Supervisory Board	14	98.2%	Audit & supervisory board members
Executive Committee	51	97.6%	President, executive officers and standing audit & supervisory board members
Group Management Committee	14	98.4%	President, presidents of the three life insurance companies and standing audit & supervisory board members, etc.

Existence of Policy or System

Item	Yes/No	Comments
Executive officer system	Yes	
Framework for setting directors' compensation	Yes	Disclosed in business report, "YUHO Report," and other financial documents.
Director/Audit & supervisory board member share ownership	Yes	
Stock option system	Yes	
Liability limitation contract for outside directors and outside audit & supervisory board members	Yes	
Liability limitation contract for independent financial auditor	No	
Hostile takeover protection plan	No	
Basic code of ethics	Yes	T&D Life Group CSR Charter
Basic corporate ethics policy	Yes	T&D Life Group Compliance Code of Conduct