# **Management structure**

## **Directors and Audit & Supervisory Board Members**

Nine Directors (including four Outside Directors) The Directors marked with \* also serve as Group Executive Officers



### Mutsuo Iwai Chairperson of the Board

Date of birth: October 29, 1960 Number of shares held: 40,100

April 1983	Joined the Company (Previously, Japan	January
	Tobacco and Salt Public Corporation)	
June 2003	Vice President, Corporate Planning	March 2
	Division	
July 2004	Vice President, Corporate Strategy	
	Division	January
June 2005	Senior Vice President; and President,	March 2
	Food Business	June 20
June 2006	Member of the Board; Senior Vice	
	President; and President, Food Business	June 20
June 2008	Senior Vice President; and Chief Strategy	
	Officer	March 2
June 2010	Member of the Board; Senior Vice	
	President; Chief Strategy Officer; and	January
	President, Food Business	,
June 2011	Member of the Board, Japan Tobacco Inc.	Significa
	Executive Vice President, JT Internation-	Outside
	al S.A.	Outside
June 2013	Senior Vice President; and Chief Strategy	Outside
	Officer	

v 2016 Senior Vice President: and President. Tobacco Business Representative Director and Executive 2016 Vice President; and President, Tobacco Business y 2020 Member of the Board 2020 Deputy Chairperson of the Board 2020 Outside Director, Benesse Holdings, Inc. (Current Position) 2021 Outside Director, TDK Corporation (Current Position) 2022 Chairperson of the Board (Current Position) y 2023 Outside Director, &Capital Inc. (Current Position) cant Concurrent Positions Outside the Company e Director, Benesse Holdings, Inc. e Director, TDK Corporation e Director, &Capital Inc.



### April 1 Shigeaki Okamoto July 20 Deputy Chairperson of the Board Date of birth: February 20, 1961 July 20 Number of shares held: 3,000

April 1989

July 2005

July 2008

June 2011

June 2012

June 2013

April 1983	Entered the Ministry of Finance (herein-
	after the Ministry)
July 2006	Director for the Budget Bureau, Planning
	and Administration Division of Budget
	Bureau, the Ministry
July 2009	Head of Secretariat Division, Minister's
	Secretariat, the Ministry
August 2012	Deputy Director-General of the Budget
	Bureau, the Ministry
July 2015	Deputy Vice Minister, the Ministry
July 2017	Director-General of the Budget Bureau,
	the Ministry
July 2018	Administrative Vice Minister, the Minis-
	try (Retired from the office in July 2020)
June 2021	Outside Audit & Supervisory Board
	Member, Yomiuri Land Co., Ltd. (Current
	Position)
December 2021	Outside Audit & Supervisory Board
	Member, The Yomiuri Shimbun Osaka

Joined the Company

Division

Officer

Inc.

Vice President, Secretary's Office

Vice President, Corporate Strategy

Senior Vice President; Chief Strategy

Officer; and President, Food Business

Member of the Board, Japan Tobacco

Senior Vice President; and Chief Strategy

Head Office (Current Position) Outside Audit & Supervisory Board Member, The Yomiuri Shimbun Seibu Head Office (Current Position) March 2022 Deputy Chairperson of the Board (Current Position) June 2022 Outside Audit & Supervisory Board Member, The Yomiuri Shimbun Tokyo

Head Office (Current Position) Significant Concurrent Positions Outside the Company Outside Audit & Supervisory Board Member, Yomiuri Land Co., Ltd. Outside Audit & Supervisory Board Member, The

Yomiuri Shimbun Osaka Head Office Outside Audit & Supervisory Board Member, The Yomiuri Shimbun Seibu Head Office Outside Audit & Supervisory Board Member, The Yomiuri Shimbun Tokyo Head Office

Executive Vice President, JT Internation-

January 2018 President and Chief Executive Officer Representative Director and President,

Significant Concurrent Positions Outside the Company Chairman and Managing Director, JT International

al S.A.

March 2018 Chief Executive Officer (Current Posi-

Group Holding B.V.



## Kiyohide Hirowatari\*

Masamichi Terabatake\*

Representative Director and

President, Chief Executive

Date of birth: November 26, 1965

Number of shares held: 184,400

Officer

Representative Director and **Executive Vice President** Date of birth: November 11, 1965 Number of shares held: 66,300

April 1989 Joined the Company July 2010 Vice President, Legal Division June 2012 Senior Vice President; Chief Legal Officer; and Vice President, Legal Division July 2014 Senior Vice President: and Chief Legal Officer January 2015 Senior Vice President; and Head of Tobacco Business Planning Division, Tobacco Business January 2017 Senior Vice President, Human Resources January 2018 Executive Vice President, Compliance. General Affairs, Legal, Corporate Strategy, IT, CSR, Human Resources and Operation Review & Business Assurance

March 2018 Representative Director and Executive Vice President, Compliance, General Affairs, Legal, Corporate Strategy, IT, CSR, Human Resources and Operation Review & Business Assurance January 2019 Representative Director and Executive Vice President, Corporate, Pharmaceuti cal and Processed Food Businesses January 2022 Representative Director and Executive Vice President, Corporate, Sustainability Management, Pharmaceutical and Processed Food Businesses (Current

Position)



Kei Nakano\* Representative Director and **Executive Vice President** Date of birth: March 1, 1968

Number of shares held: 31,100

Vice Pres April 2011 ment, To June 2014 Presiden Network January 2016 Senior Vi of the Co October 2019 Senior Vi Strategy



Date of birth: April 25, 1951 Number of shares held: 0



Yukiko Nagashima Director (Independent Outside Director) Date of birth: April 4, 1961 Number of shares held: 0



Director (Independent Outside Director) Date of birth: October 10, 1952 Number of shares held: 0



ya Shoji	April 1977	Joined Ni phone Pu
(Independent Out- ector)	June 2006	Senior Vic of the Pers
rth: February 28, 1954 f shares held: 0	June 2009	graph and Senior Vid General A
	June 2012	Telephon Senior Ex Represen

-nhor ior Ex NTT Communications Corporation June 2015 President & CEO and Representative Member of the Board, NTT Communications Corporation

October 2018 Representative Member of the Board, NTT, Inc.

### (As of March 24, 2023)



April 1991	Joined the Company	March 2020	Director, Japan Growth Investments
April 2011	Vice President, M&S Strategy Depart- ment, Tobacco Business Development	January 2022	
June 2014	President and Chief Executive Officer, TS Network Co., Ltd.	January 2023	Strategy of the Company Representative Director and Executive
January 2016	Senior Vice President, Communications of the Company	5411641) 2025	Vice President, Finance, Corporate Communications, Business Develop-
October 2019	Senior Vice President, Corporate Strategy		ment and D-LAB (Current Position)
 C		hun = 2012	Outride Disector of the Common
	Started independently as novelist (Current Position)	June 2012 June 2013	Outside Director of the Company (Current Position) Outside Director, LIXIL Group Corpora-
,	Member of Financial System Council, the Ministry of Finance		tion
April 2004	Visiting Professor, Faculty of Economics, Shiga University	June 2016	Outside Director, Japan Exchange Group, Inc. (Current Position)
March 2005	Member of the Council for Transport Policy, the Ministry of Land, Infrastruc-	June 2018	Outside Director, Mitsubishi Motors Corporation (Current Position)
November 2006	ture, Transport and Tourism Member of the Tax Commission, Cabinet	Significant Co Novelist	ncurrent Positions Outside the Company
June 2010	Office, Government of Japan Member of the Board of Governors, Japan Broadcasting Corporation		tor, Japan Exchange Group, Inc. tor, Mitsubishi Motors Corporation
 4 11005			
April 1985	Joined Recruit Co., Ltd. (Currently, Recruit Holdings Co., Ltd.)	March 2019	Outside Director of the Company (Current Position)
April 2006 January 2008	Corporate Executive Officer, Recruit Co., Ltd. President and Representative Director,	June 2021	Outside Audit & Supervisory Board Member, Sumitomo Corporation (Cur-
,	Recruit Staffing Co., Ltd.		rent Position)
October 2012	Corporate Executive Officer, Recruit Holdings Co., Ltd.	-	ncurrent Positions Outside the Company t & Supervisory Board Member, Recruit
June 2016	Standing Audit & Supervisory Board Member, Recruit Holdings Co., Ltd.		Ltd. t & Supervisory Board Member, Recruit
April 2018	(Current Position) Standing Audit & Supervisory Board Mem-	Co., Ltd. Outside Audit	& Supervisory Board Member, Sumitomo
	ber, Recruit Co., Ltd. (Current Position)	Corporation	
April 1976	Entered the Ministry of Foreign Affairs	April 2016	Ambassador Extraordinary and Plenipo
January 2008	(hereinafter the Ministry) Director-General for Sub-Saharan Afri- can Affairs, Middle Eastern and African	June 2016	tentiary of Japan to the French Republic Ambassador Extraordinary and Plenipoten- tiary of Japan to the French Republic, Princi-
	Affairs Bureau, the Ministry Secretary General, Fourth Tokyo		pality of Andorra and Principality of Monaco (Retired from the position in December 2019
	International Conference on African	April 2020	Adviser of the Company
July 2008	Development Director-General, International Coopera-	June 2020	Outside Director, Marubeni Corporation (Current Position)
	tion Bureau, the Ministry		Outside Director, Nippon Steel Corpora
	Deputy Vice-Minister, the Ministry Assistant Chief Cabinet Secretary	March 2021	tion (Current Position) Outside Director of the Company
November 2012	Ambassador Extraordinary and Plenipoten- tiary of Japan to People's Republic of China	Significant Co	(Current Position) ncurrent Positions Outside the Company
			tor, Marubeni Corporation tor, Nippon Steel Corporation
			an, appointated corporation
April 1977	Joined Nippon Telegraph and Tele- phone Public Corporation	June 2020	Corporate Advisor, NTT Communica- tions Corporation (Current Position)
June 2006	Senior Vice President and General Manager of the Personnel Department, Nippon Tele-	March 2021	Outside Director, Sapporo Holdings Limited (Current Position)
	graph and Telephone West Corporation	June 2021	Outside Director, Hitachi Zosen Corpo-
June 2009	Senior Vice President and Head of General Affairs, Nippon Telegraph and		ration (Current Position) Outside Director, Mitsubishi Logistics
June 2012	Telephone Corporation Senior Executive Vice President and	March 2022	Corporation (Current Position) Outside Director of the Company
	Representative Member of the Board,	Circuit: 15	(Current Position)

Significant Concurrent Positions Outside the Company Corporate Advisor, NTT Communications Corporation Outside Director, Sapporo Holdings Limited Outside Director, Hitachi Zosen Corporation Outside Director, Mitsubishi Logistics Corporation

## Management structure

### Five Audit & Supervisory Board Members (including three Outside Audit & Supervisory Board Members) (As of March 24, 2023)

March 2019



Hideaki Kashiwakura	April 19 July 201
Standing Audit & Supervisory Board Member	Octobe
Date of birth: February 28, 1969	January
Term of office: 4 years from March 2023	January
Number of shares held: 0	Janaary

991 Joined the Company Controller er 2014 Vice President, M&S Management Department, Tobacco Business Division 2017 Manager, Hokkaido Branch, Tobacco Business Division 2019 Deputy Chief Financial Officer (Assistant to CFO)

Joined the Company

Business Assurance

January 2021 President, Chief Executive Officer, JT BusinessCom Inc. March 2023 Standing Audit & Supervisory Board Member of the Company (Current Position)

Vice President, Operational Review and Position)

March 2023 Standing Audit & Supervisory Board Member of the Company (Current



### April 1991 Tsutomu Hashimoto

Standing Audit & Supervisory Board Member Date of birth: May 31, 1967 Term of office: 4 years from March 2023 Number of shares held: 200



	Shigeru Taniuchi
	Standing Audit & Supervisory Board Member (Independent Outside Audit &
	Supervisory Board Member)
11	Date of birth: September 7, 1962
0	Term of office: 4 years from March 2023

Number of shares held: 0

/	April 1986 July 2008	Entered the Ministry of Finance Director, Allowance Control and Mutual Assistance Insurance, Budget Bureau,	July 2018	of Health, Labour and Welfare Director, Social Welfare and War Victims' Relief Bureau, Ministry of Health, Labour and Welfare
&	July 2009	Ministry of Finance Director, Agriculture, Forestry and Fish- eries Section Budget Bureau, Ministry of Finance	August 2020	Director-General, Secretariat of Head- quarters for Overcoming Population Decline and Vitalizing Local Economy in
23	July 2010	Director, Treasury, Financial Bureau, Ministry of Finance		Japan, Cabinet Secretariat Director, So- cial Security Reform, Cabinet Secretariat
	July 2011	Director, National Property Policy Planning, Financial Bureau, Ministry of Finance	February 2021	Concurrently serving as Director of Loneliness and Isolation Office, Cabinet Secretariat
	July 2012	Director-General, Policy-Based Finance, Financial Bureau, Ministry of Finance	November 202	1 Deputy Director-General, Secretariat of the Digital Garden City Initiative Panel,
	June 2013	Director of Coordination Division, Financial Bureau, Ministry of Finance (Retired from the office in July 2014)	December 202	Cabinet Secretariat 1 Concurrently serving as Head of Prepa- ration Work Group for Bill of Establishing
	July 2014	Deputy Director-General of Minister's Secretariat, Social Welfare and War Victims' Relief Bureau, Ministry of Health,	June 2022	Children and Families' Agency, Cabinet Secretariat Concurrently serving as Head of prepa-
	October 2015	Labour and Welfare Deputy Director-General of Minister's Secretariat, Medical Insurance, Ministry		ration Work Group for Establishment of Children and Families' Agency, Cabinet Secretariat (Retired in June 2022)
	July 2017	of Health, Labour and Welfare Deputy Director-General of Minister's Secretariat, Elderly Health Care, Ministry	March 2023	Standing Outside Audit & Supervisory Board Member of the Company (Current Position)



## Nobuo Inada

Audit & Supervisory Board Member (Independent Outside Audit & Supervisory Board Member) Date of birth: August 14, 1956 Term of office: 4 years from March 2023 Number of shares held: 0

October 2008	Deputy Vice-Minister of Justice, Ministry
	of Justice
August 2011	Director-General, Criminal Affairs
	Bureau, Ministry of Justice
January 2014	Vice-Minister of Justice, Ministry of
	Justice
September 2016	Superintending Prosecutor, Sendai High
	Public Prosecutors Office
September 2017	Superintending Prosecutor, Tokyo High
	Public Prosecutors Office
July 2018	Prosecutor-General (Retired in July
	2020)

Appointed as Public Prosecutor

April 1981

Hiroko Yamashina Audit & Supervisory Board Member (Independent Outside Audit & Supervisory Board Member) Date of birth: May 20, 1963 Term of office: 4 years from March 2023 Number of shares held: 0

April 1986	Joined Orient Leasing Co., Ltd. (Current-
	ly, ORIX Corporation)
March 2007	Head of Office of Internal Controls, ORIX
	Corporation
May 2010	Executive Officer, ORIX Life Insurance
	Corporation
January 2013	Managing Executive Officer, ORIX Life
	Insurance Corporation
January 2014	Corporate Officer, ORIX Corporation
January 2016	Group Executive, ORIX Corporation

(Current Position)

President, ORIX Credit Corporation January 2021 Chairman, ORIX Credit Corporation (Current Position) Outside Audit & Supervisory Board March 2023 Member of the Company (Current Position) Significant Concurrent Positions Outside the Company Group Executive, ORIX Corporation

October 2020 Registered as Attorney at Law (Current

Ltd. (Current Position)

March 2023 Outside Audit & Supervisory Board

Significant Concurrent Positions Outside the Company

Outside Director, Audit & Supervisory Board Member,

Outside Director, Audit & Supervisory

Board Member, Nomura Securities Co.,

Member of the Company (Current

Position)

Position)

Attorney at Law, Inada Law Firm

Nomura Securities Co., Ltd.

June 2021

Chairman, ORIX Credit Corporation

Notes: 1. For reasons for appointment of the Directors and Audit & Supervisory Board Members, please refer to the Notice of Convocation of the 38th Ordinary General Meeting of Shareholders

Notes: 2. We have established a set of independence criteria. For details, please refer to the JT Corporate Governance Policy

## **Executive Officers**

President

Masamichi Terabatake Chief Executive Officer\*

**Executive Vice Presidents** Kiyohide Hirowatari Corporate, Sustainability Management, Pharmaceutical and Processed Food Businesses

Kei Nakano Finance, Corporate Communications, Business Development and D-LAB

Senior Vice Presidents Junichi Fukuchi Chief Executive Officer, Tobacco Business, Japan

Eiichi Kiyokawa Sales, Tobacco Business, Japan

Chigusa Ogawa Leaf Procurement, Tobacco Business, Japan

Shuichi Hirosue Marketing, Tobacco Business, Japan Akihiro Koyanagi Manufacturing, Tobacco Busir

Daniel Torras Performance & Integration, Tol Japan

Suguru Fujiwara Corporate Affairs & Communi Business, Japan

Muneaki Fujimoto President, Pharmaceutical Bu

Shigenori Ohkawa Head of Central Pharmaceutic tute, Pharmaceutical Business

Hiromasa Furukawa Food Business

Osamu Hirose General Counsel

Hiroyuki Fukuda Corporate Strategy

## **Members of the JTI Executive Committee**

Eddy Pirard President and Chief Executive Officer

Stefan Fitz

Officer

Rob Stanworth Executive Vice President, Chief Consumer and Product Officer

Koji Shimayoshi Executive Vice President and Deputy CEO

Executive Vice President, Chief Commercial

Takehiko Tsutsui Executive Vice President, Reduced-Risk Products

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### (As of January 1, 2023)

ness, Japan	<b>Kenji Ogura</b> Corporate Governance, Compliance
obacco Business,	Hisato Imokawa Chief Sustainability Officer
ications, Tobacco	<b>Nobuya Kato</b> Chief Financial Officer and Corporate Commu- nications
siness	Yoshiyuki Mishima People & Culture
	Hisashi Shimobayashi Information Technology
cal Research Insti-	

Yuki Otaki D-LAB

\* Masamichi Terabatake concurrently serves as President, Tobacco Business

(As of April 1, 2023)

Vassilis Vovos Executive Vice President, Chief Financial Officer

Note: The members above report directly to Eddy Pirard, President and Chief Executive Officer

# The concept of skills necessary for the Directors

We have adopted the following composition of the Board of Directors in order to enable the Directors to identify the JT Group management strategies and make decisions on important matters, as well as to effectively supervise all operations. The Advisory Panel on Nomination and Compensation has repeatedly engaged in discussions on the composition of the Board of Directors:

- The Board may have as many members as necessary and appropriate, up to a maximum of 15. It comprises diverse professionals with a high sense of ethics and integrity as well as knowledge, experience and skills, taking into consideration such factors as gender, international experience, work experience, race, ethnicity, cultural background, and other aspects of diversity, along with the skills necessary to serve as Directors.
- The Board includes at least one-third of Independent Outside Directors with gualifications conducive to the Company's sustainable profit growth and corporate value over the medium and long terms, in order to strengthen the supervisory functions and transparency of management.

We expect in particular that each Director will demonstrate skills based on their knowledge and experience in the following areas, in light of our management principle, JT Group Purpose and business plan, in order for the Board of Directors to properly fulfill its roles and responsibilities. We believe that the Board of Directors as a whole has the necessary skills at this time.

## Areas in which skills are expected to be particularly effective

- "Corporate Management," including the JT Group's management strategy, operations, and business strategy based on 4S model, our management principle
- "Global Management," which is essential for the JT Group, which operates globally
- "Corporate Finance, Accounting and Capital Policy" and "Legal, Compliance, and Risk Management," which are the basis of decision-making for effective management and business activities
- "IT/Information Security" is one important management foundation for strengthening the competitiveness of the JT Group
- "Corporate Governance," which is the foundation of our corporate activities in order to maximize stakeholder value, pursue sustainable profit growth, and grow corporate value over the long term
- "Sustainability/Environment and Society," which we consider core to our management initiatives and for which we formulate strategies based on the 4S model and materiality analysis

- "D&I/Organizational Behavior and Human Resource Management," one of our focus areas, is being promoted so that all JT Group employees can feel motivated in their work and maximize their abilities
- "Business Development/M&A" to formulate strategies and carry out measures for further development and business growth

In addition, in light of the roles and responsibilities of the Audit & Supervisory Board Members to oversee the job performance of the Directors, we are particularly expecting Audit & Supervisory Board Members to demonstrate their skills in the areas of "Corporate Finance, Accounting and Capital Policy," "Legal, Compliance and Risk Management," and "Corporate Governance." At present, we believe that the entire Audit & Supervisory Board has the necessary skills.

### Skills matrix for proposed Directors and Audit & Supervisory Board Members

		Areas in which skills are expected to be particularly effective								
Name	Position	Corporate Manage- ment	Global Manage- ment	Corporate Finance, Account- ing and Capital Policy	Legal, Compli- ance and Risk Man- agement	IT/Infor- mation Security	Corporate Gover- nance	Sustain- ability/ Environ- ment and Society	D&l/Orga- nizational Behav- ior and Human Resource Manage- ment	Business Develop- ment/M&A
Mutsuo Iwai	Chairperson of the Board	•	•		•	•	•		•	
Shigeaki Okamoto	Deputy Chairperson of the Board			•	•		•	•	•	
Masamichi Terabatake	Representa- tive Director	•	•		•	•	•	•	•	•
Kiyohide Hirowatari	Representa- tive Director	•			•	•	•	•	•	•
Kei Nakano	Representa- tive Director	•		•	•		•			•
Main Kohda	Outside Director		•	•			•	•		•
Yukiko Nagashima	Outside Director	•					•		•	•
Masato Kitera	Outside Director		•		•		•	•	•	
Tetsuya Shoji	Outside Director	•	•			•	•		•	•
Hideaki Kashiwakura	Standing Audit & Supervisory Board Member	•	•	•			•		•	•
Tsutomu Hashimoto	Standing Audit & Supervisory Board Member		•	•	•	•	•			
Shigeru Taniuchi	Standing and Outside Audit & Supervisory Board Member			•	•		•	•	•	
Nobuo Inada	Outside Audit & Supervisory Board Member				•		•	•	•	
Hiroko Yamashina	Outside Audit & Supervisory Board Member	•			•		•		•	

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