

# Bandai Namco Holdings Inc.

## Notice of the Eighteenth Ordinary General Meeting of Shareholders to be held on June 19, 2023

An English translation of the original notice in Japanese

### DISCLAIMER

The following is an English translation of the Japanese original “Notice of the Eighteenth Ordinary General Meeting of Shareholders of Bandai Namco Holdings Inc.” which meeting is to be held on June 19, 2023.

The Company provides this translation for your reference and convenience only and does not guarantee its accuracy or otherwise. In the event of any discrepancies, the Japanese original notice shall prevail.

These documents have been prepared solely in accordance with Japanese law and are offered here for informational purposes only. In particular, please note that the financial statements included in the following translation have been prepared in accordance with Japanese GAAP.

(Date of notice) May 29, 2023  
(Start date of measures for electronic provision) May 24, 2023  
5-37-8 Shiba, Minato-ku, Tokyo  
Bandai Namco Holdings Inc.  
Masaru Kawaguchi  
President and Representative Director

Dear Shareholders,

NOTICE OF THE EIGHTEENTH ORDINARY GENERAL MEETING  
OF SHAREHOLDERS

We would like to thank all of our shareholders for your continued support.

We will hold the Eighteenth Ordinary General Meeting of Shareholders of Bandai Namco Holdings Inc. (“the Company”) as follows. Your attendance would be appreciated.

If you are unable to attend the Ordinary General Meeting of Shareholders in person, please review the Reference Documents for the General Meeting of Shareholders and the materials for the General Meeting of Shareholders provided through measures for electronic provision described below and exercise your voting rights in writing or via the Internet not later than 5:30 p.m., Saturday, June 17, 2023 (Japan Time) by referring to the “Information on Exercise of Voting Rights” described below.

**Date and Time:** June 19, 2023 (Monday) at 10:00 a.m. (Japan Time)

**Place:** “Hiten,” Grand Prince Hotel New Takanawa  
3-13-1 Takanawa, Minato-ku, Tokyo

**Purpose of the Meeting:**

**Matters to be Reported:**

1. Report on the Contents of the Business Reports, the Consolidated Financial Statements, and the Results of the Auditing of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee for the Eighteenth Fiscal Year (from April 1, 2022 to March 31, 2023)
2. Report on the Contents of the Non-Consolidated Financial Statements for the Eighteenth Fiscal Year (from April 1, 2022 to March 31, 2023)

**Matters to be Resolved:**

**Proposal No. 1:** Appropriation of Surplus

**Proposal No. 2:** Election of Ten Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

**Measures for Electronic Provision of the Materials for the General Meeting of Shareholders**

In convening this General Meeting of Shareholders, the Company takes measures for electronic provision of information for the General Meeting of Shareholders (“Electronically Provided Information”). The Electronically Provided Information is posted on the Company’s website as the “Notice of the Eighteenth Ordinary General Meeting of Shareholders and Meeting Materials (As of May 24, 2023).” Please access the following website to see the Electronically Provided Information.

The Company's website:

<https://www.bandainamco.co.jp/ir/stock/meeting.html> (in Japanese)

In addition to the Company's website, you can see the Electronically Provided Information on the following websites.

The website for posted materials for the general meeting of shareholders:

<https://d.sokai.jp/7832/teiji/> (in Japanese)

The Tokyo Stock Exchange's website (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

Please search by entering the Company's name "Bandai Namco Holdings" or the Company's Securities Code "7832" on the Listed Company Search page, click "Basic information," then click "Documents for public inspection/PR information" to see the Electronically Provided Information.

- Pursuant to laws and regulations and Article 16 of the Company's Articles of Incorporation, the document describing information for the General Meeting of Shareholders that the Company sends to shareholders who have requested delivery of such document in writing does not include the following: "Systems for Ensuring the Properness of Operations and Operating Status of the Systems" in the Business Report; "Consolidated Statement of Changes in Net Assets" and "Notes to Consolidated Financial Statements" in the Consolidated Financial Statements; and "Non-consolidated Statement of Changes in Net Assets" and "Notes to Non-consolidated Financial Statements" in the Non-consolidated Financial Statements. Therefore, such document only constitutes a part of the documents audited by Audit & Supervisory Committee when preparing the Audit & Supervisory Committee's Report and by the Accounting Auditor when preparing the Independent Auditor's Report.
- If any revisions are made to the Electronically Provided Information, the Company will post a notice to that effect as well as the information before and after such revisions on the Company's website and other applicable websites on the Internet.

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- If there is no indication of approval or disapproval for the proposals on the Voting Rights Exercise Form when exercising your voting rights in writing (via postal mail), the Company shall treat it as a vote for approval.
  - If you exercise your voting rights more than once both in writing (via postal mail) and via the Internet, then only the vote cast via the Internet shall be deemed valid.
  - If you cast your vote via the Internet multiple times, then only the last vote cast shall be deemed valid. In addition, if you cast your vote via the Internet more than once, using a personal computer, a smartphone, etc., then only the last vote cast shall be deemed valid.
  - If you attend the meeting in person, you do not need to follow the procedures for the exercise of voting rights via postal mail (sending the Voting Rights Exercise Form) or via the Internet.

**[Information on Exercise of Voting Rights]**

Please exercise your voting rights after reviewing the Reference Documents for the General Meeting of Shareholders described below.

You may exercise your voting rights by one of the following three methods.

**How to exercise your voting rights in writing (via postal mail):**

Please indicate, on the Voting Rights Exercise Form, your approval or disapproval of each item on the agenda and return the completed form.

Deadline for voting:

To be received no later than 5:30 p.m., Saturday, June 17, 2023 (Japan Time).

**How to exercise your voting rights via the Internet:**

Please enter your approval or disapproval of each item on the agenda in accordance with the instructions on the following page.

Deadline for voting:

All data entry to be completed no later than 5:30 p.m., Saturday, June 17, 2023 (Japan Time).

**How to exercise your voting rights via attending the General Meeting of Shareholders:**

When attending the meeting in person, please hand in the Voting Rights Exercise Form at the reception desk at the place of the shareholders' meeting.

Date and time of the General Meeting of Shareholders:

June 19, 2023 (Monday) at 10:00 a.m. (Japan Time)

**<Note on holding of the General Meeting of Shareholders>**

The General Meeting of Shareholders may be subject to administrative changes due to circumstances such as developments involving COVID-19 or government announcements or guidelines up to the date of the General Meeting of Shareholders. We ask that you check the Company website for updates in regard thereto.

The Company's website:

<https://www.bandainamco.co.jp/ir/stock/meeting.html> (in Japanese)

## **[Information on Exercise of Voting Rights via the Internet]**

### **By scanning the QR Code**

You can log in to the website for the exercise of voting rights without entering the Login ID or Temporary Password printed on the Voting Rights Exercise Form.

1. Please scan the QR Code printed on the right side of the Voting Rights Exercise Form.  
\* QR Code is a registered trademark of DENSO WAVE INCORPORATED.
2. Enter your approval or disapproval of each item on the agenda in accordance with the instructions on the screen.

### **By entering your Login ID and Temporary Password**

The website for the exercise of voting rights: <https://evote.tr.mufg.jp/>

1. Please access the website for the exercise of voting rights.
2. Enter the “Login ID” and “Temporary Password” printed on your Voting Rights Exercise Form and click the “Login.”
3. Please register the “New Password.”  
Enter the “New Password.”  
Click the “Send.”
4. Enter your approval or disapproval of each item on the agenda in accordance with the instructions on the screen.

\* All costs associated with accessing the website for the exercise of voting rights are to be borne by the shareholders.

**If you have any inquiries regarding the operation of a personal computer, a smartphone, or a mobile phone, etc. when exercising your voting rights via the Internet, please contact the following:**

Transfer Agent Department (Help Desk)  
Mitsubishi UFJ Trust and Banking Corporation  
Phone: 0120-173-027 (9:00 to 21:00 (Japan Time); toll free only within Japan)

**Institutional investors may make use of the Electronic Voting Platform for Institutional Investors operated by ICJ, Inc.**

## Reference Documents for the General Meeting of Shareholders

### Proposals and References

#### Proposal No. 1: Appropriation of Surplus

Appropriation of surplus is as follows:

#### Fiscal year-end dividends

The Company ranks the return of profits to shareholders as one of its highest priorities in its management. The Company aims to further strengthen the competitiveness of the Bandai Namco Group (the "Group") and, while maintaining a sound financial status, to achieve regular distributions of dividends and improvement in the Company's corporate value. Specifically, the Company follows a basic policy of providing a return to shareholders that targets a total return ratio of 50% or more based on stable dividend payments of 2% of DOE (dividends on equity). Under this policy, the Company strives to maintain long-term and stable dividends and be more aware of capital cost.

In view of the Company's performance in this fiscal year, the Company will pay a year-end dividend of ¥179 per share, which consists of a base dividend of ¥27 per share and a performance-based dividend of ¥152 per share.

Since the Company paid an interim dividend of ¥27 per share on December 9, 2022, the total annual dividend for the fiscal year will be ¥206 per share.

(Note) The Company conducted a share split with a ratio of three shares for every one share of common stock on April 1, 2023.

The year-end dividends for the fiscal year ended March 31, 2023, the record date for which is March 31, 2023, will be based on the number of shares before the share split.

1. Type of dividend assets:  
Cash
2. Allocation of dividend assets to be paid to shareholders and total amount of dividend:  
Dividend per share of common stock of the Company..... ¥179  
Total amount of dividends ..... ¥39,394,950,259
3. Effective date of distribution of surplus (dividend):  
June 20, 2023

**Proposal No. 2:** Election of Ten Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

The terms of office of ten Directors (excluding Audit & Supervisory Committee Members) of the Company will expire as of the close of this General Meeting of Shareholders. Accordingly, the Company requests the election of ten Directors (excluding Audit & Supervisory Committee Members).

If this Proposal is approved and adopted as proposed, Outside Directors shall make up one-third of all Directors, such that five of the fourteen Directors of the Company will be independent Outside Directors.

The candidates for Director (excluding Audit & Supervisory Committee Members) of the Company are as follows:

<b>1.</b>	<b>Masaru Kawaguchi</b>	<b>Reelection</b>
Date of Birth:	November 2, 1960	
Number of the Company's Shares Owned:	186,000 Shares	
Number of Years in Office as Director:	7 Years	
Attendance at Board of Directors Meetings:	100.0% (19/19)	
Positions and Responsibilities in the Company:	President and Representative Director, Group CEO	

■ Career Summary

- Apr. 1983: Joined BANDAI CO., LTD.
- Apr. 2002: Executive Officer and General Manager, Vending Machine Business Department of BANDAI CO., LTD.
- Apr. 2006: Director in charge of distribution policy of BANDAI CO., LTD.
- Apr. 2010: Managing Director in charge of hobby business policy and quality assurance policy of BANDAI CO., LTD.
- Apr. 2015: Senior Managing Director in charge of toy business policy of BANDAI CO., LTD.
- Aug. 2015: President and Representative Director of BANDAI CO., LTD.  
Executive Officer of the Company
- June 2016: Director in charge of Toys and Hobby SBU of the Company
- Feb. 2018: President and Representative Director of BANDAI SPIRITS CO., LTD.
- Apr. 2018: Director in charge of Toys and Hobby Unit of the Company
- Apr. 2020: Executive Vice President and Director in charge of Toys and Hobby Unit of the Company
- Apr. 2021: President and Representative Director Responsible for Entertainment Unit of the Company  
Chairman & Director of BANDAI CO., LTD.
- Apr. 2022: President and Representative Director, Group CEO of the Company (current position)

Reasons for proposing Mr. Masaru Kawaguchi as a candidate for Director:

Mr. Masaru Kawaguchi has been supervising the management of the Company appropriately since being appointed as Executive Vice President and Director of the Company in 2020 and as President and Representative Director of the Company in 2021 by, for example, achieving the previous Mid-term Plan and record-high performance, and possesses extensive experience, achievements, and knowledge. He is proposed as a candidate for Director as the Company considers him capable of ensuring that the Group continues to grow.

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**2.****Yuji Asako****Reelection**

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Date of Birth:	January 18, 1966
Number of the Company's Shares Owned:	148,800 Shares
Number of Years in Office as Director:	13 Years
Attendance at Board of Directors Meetings:	100.0% (19/19)
Positions and Responsibilities in the Company:	Director, CFO, CISO, and CSO (Chief Sustainability Officer) in charge of Corporate Planning Division and Group Administrative Headquarters

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**■ Career Summary**

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- Apr. 1986: Joined BANDAI CO., LTD.
- Aug. 2005: General Manager, Accounting Division of BANDAI CO., LTD.
- Sep. 2005: Joined the Company, as General Manager of Corporate Administration Department in charge of PR and IR, and Accounting and Finance
- Apr. 2006: Director of NAMCO BANDAI Games Inc. (currently Bandai Namco Entertainment Inc.)
- Apr. 2008: Executive Officer, Division General Manager of Corporate Planning Division of the Company
- June 2010: Director in charge of Corporate Planning and Division General Manager of Corporate Planning Division of the Company
- June 2011: Director and Division General Manager of Corporate Planning Division of the Company
- Apr. 2014: Director of NAMCO LIMITED (\*) (currently Bandai Namco Amusement Inc.)  
\* Newly established company through the incorporation-type company split of NAMCO LIMITED (currently Bandai Namco Entertainment Inc.)
- Apr. 2017: Director of Bandai Namco Holdings Asia Co., Ltd. (current position)
- Apr. 2021: Director and Division General Manager of Corporate Planning Division Supervising Amusement Unit of the Company  
Director of Bandai Namco Amusement Inc.
- Apr. 2022: Director, CFO, CISO, and CSO in charge of Corporate Planning Division and Group Administrative Headquarters of the Company (current position)
- Apr. 2023: Director of Bandai Namco Filmworks Inc. (current position)
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**Reasons for proposing Mr. Yuji Asako as a candidate for Director:**

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Mr. Yuji Asako possesses extensive experience, achievements, and knowledge relating to management and administration, including business planning and accounting, and also has experience in roles where he was responsible for internal and external communications, such as IR, PR and SR, as well as information security and sustainable activities. He is proposed as a candidate for Director as the Company considers him capable of implementing the Group's management strategies and seeking a sustained increase in corporate value.

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<b>3.</b>	<b>Nobuhiko Momoi</b>	<b>Reelection</b>
Date of Birth:	December 25, 1968	
Number of the Company's Shares Owned:	20,400 Shares	
Number of Years in Office as Director:	1 Year	
Attendance at Board of Directors Meetings:	100.0% (15/15)	
Positions and Responsibilities in the Company:	Director and General Manager of Group Business Strategy Department	

■ Career Summary

Apr. 1991:	Joined Sony Corporation (currently SONY GROUP CORPORATION)
Dec. 1998:	Joined Nemic-Lambda Co., Ltd. (currently TDK-Lambda Corporation)
Oct. 2001:	Joined BANDAI CO., LTD.
Jul. 2004:	General Manager of New Business Office of BANDAI CO., LTD.
Apr. 2016:	Executive Officer and General Manager of Media Department of BANDAI CO., LTD.
Apr. 2018	Director in charge of Europe and Americas business policy and Head of Life Business Company of BANDAI CO., LTD. Chairman and Representative Director of BANDAI ESPAÑA S.A. (current position)
Apr. 2021	Managing Director in charge of media policy and Europe and Americas business Director of Bandai Namco Entertainment Europe S.A.S. (currently Bandai Namco Europe S.A.S.) (current position)
Apr. 2022	President & CEO of Bandai Namco Holdings USA Inc. (current position) Director in charge of US, Canada, Latin America and Europe Business Strategy of BANDAI CO., LTD. (current position) Executive Officer and General Manager of Group Business Strategy Department of the Company
June 2022	Director and General Manager of Group Business Strategy Department of the Company (current position)

(Major concurrent position)

President & CEO of Bandai Namco Holdings USA Inc.

Reasons for proposing Mr. Nobuhiko Momoi as a candidate for Director:

Mr. Nobuhiko Momoi possesses extensive experience, achievements, and knowledge in the Toys and Hobby Business around the world and has also been engaged in building ties among the various businesses of the Group as General Manager of the Group Business Strategy Department of the Company since 2022. He is proposed as a candidate for Director as the Company considers him capable of enhancing collaboration in Group management.

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**4.****Nao Udagawa****New election**

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Date of Birth:	January 22, 1974
Number of the Company's Shares Owned:	52,800 Shares
Positions and Responsibilities in the Company:	Executive Officer in charge of Digital Business of Entertainment Unit

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**■ Career Summary**

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Apr. 1994: Joined BANDAI CO., LTD.

Sep. 2000: Joined Bandai Networks Co., Ltd.

Apr. 2009: Joined NAMCO BANDAI Games Inc. (currently Bandai Namco Entertainment Inc.)

Apr. 2010: General Manager of Studio 2, Production 2-4 of NAMCO BANDAI Games Inc.

Apr. 2014: Executive Officer and Deputy Division Head of Business Division II of NAMCO BANDAI Games Inc.

Apr. 2015: Director in charge of NE Business Division and Division Head of NE Business Department of Bandai Namco Entertainment Inc.

Apr. 2018: Managing Director in charge of NE Business Department, CE Business Department, and CE Asia Business Department of Bandai Namco Entertainment Inc.

Apr. 2021: President and Representative Director of BANDAI SPIRITS CO., LTD.

Apr. 2023: President and Representative Director of Bandai Namco Entertainment Inc. (current position)  
Executive Officer in charge of Digital Business of Entertainment Unit of the Company (current position)

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(Major concurrent position)

President and Representative Director of Bandai Namco Entertainment Inc.

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**Reasons for proposing Ms. Nao Udagawa as a candidate for Director:**

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Ms. Nao Udagawa possesses extensive experience, achievements, and knowledge from her wide-ranging involvement in multiple businesses in the Group. She has driven the business forward as the President and Representative Director of Bandai Namco Entertainment Inc., which is the business management company of the Digital Business of the Entertainment Unit in the Group, since 2023. She is proposed as a candidate for Director as the Company considers her capable of building closer ties between the Digital Business and Group management.

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<b>5.</b>	<b>Kazuhiro Takenaka</b>	<b>Reelection</b>
Date of Birth:	February 11, 1964	
Number of the Company's Shares Owned:	65,400 Shares	
Number of Years in Office as Director:	1 Year	
Attendance at Board of Directors Meetings:	100.0% (15/15)	
Positions and Responsibilities in the Company:	Director in charge of Toys and Hobby Business of Entertainment Unit	

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■ Career Summary

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Apr. 1987:	Joined BANDAI CO., LTD.
Apr. 2006:	General Manager of Media Department of BANDAI CO., LTD.
Apr. 2011:	Executive Officer and General Manager of Vending Machine Business Department of BANDAI CO., LTD.
June 2015:	Director in charge of hobby business policy of BANDAI CO., LTD.
Apr. 2018:	Director in charge of Media Department, Online Marketing Strategy Office, Collectors Toy Department, and Hobby Business Department of BANDAI SPIRITS CO., LTD.
Apr. 2019:	Managing Director in charge of Media Department of BANDAI SPIRITS CO., LTD.
Apr. 2021:	President and Representative Director of BANDAI CO., LTD. (current position) Executive Officer in charge of Toys and Hobby Business of Entertainment Unit of the Company
June 2022:	Director in charge of Toys and Hobby Business of Entertainment Unit of the Company (current position)

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(Major concurrent position)

President and Representative Director of BANDAI CO., LTD.

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Reasons for proposing Mr. Kazuhiro Takenaka as a candidate for Director:

Mr. Kazuhiro Takenaka possesses extensive experience, achievements, and knowledge in the Toys and Hobby Business and has driven the business forward as President and Representative Director of BANDAI CO., LTD., which is the business management company of the Toys and Hobby Business of the Entertainment Unit in the Group, since 2021. He is proposed as a candidate for Director as the Company considers him capable of building closer ties between the Toys and Hobby Business and Group management.

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<b>6.</b>	<b>Makoto Asanuma</b>	<b>Reelection</b>
Date of Birth:	April 23, 1963	
Number of the Company's Shares Owned:	65,700 Shares	
Number of Years in Office as Director:	4 Years	
Attendance at Board of Directors Meetings:	100.0% (19/19)	
Positions and Responsibilities in the Company:	Director in charge of IP Production Unit	

#### ■ Career Summary

Apr. 1986:	Joined Kabushiki Kaisha Network
Oct. 2000:	Joined Bandai Networks Co., Ltd.
Apr. 2004:	General Manager of Mobile Business Department of Bandai Networks Co., Ltd.
June 2005:	Director, Deputy Division Head of Business Division and General Manager of Content Business Department of Bandai Networks Co., Ltd.
Apr. 2009:	Executive Officer and Deputy Division Head of NE Business Division of NAMCO BANDAI Games Inc. (currently Bandai Namco Entertainment Inc.)
Oct. 2010:	President and Representative Director of Bandai Namco Online Inc.
Apr. 2014:	Director, Division Head of Business Division I of Bandai Namco Entertainment Inc.
Apr. 2015:	Managing Director in charge of Global Business Promotion Unit / Media Unit of Bandai Namco Entertainment Inc.
Apr. 2018:	Senior Managing Director of SUNRISE INC. (currently Bandai Namco Filmworks Inc.)
Mar. 2019:	Chairman of SUNRISE SHANGHAI CO., LTD.
Apr. 2019:	Executive Officer in charge of IP Creation Unit of the Company President and Representative Director of SUNRISE INC. (current position)
June 2019:	Director in charge of IP Creation Unit of the Company
Apr. 2021:	Director in charge of Creation Business of IP Production Unit of the Company
Apr. 2022:	Director in charge of IP Production Unit of the Company (current position)

(Major concurrent positions)

President and Representative Director of Bandai Namco Filmworks Inc.

Reasons for proposing Mr. Makoto Asanuma as a candidate for Director:

Mr. Makoto Asanuma possesses extensive experience, achievements, and knowledge from his wide-ranging involvement in multiple businesses in the Group. He has driven the business forward as the President and Representative Director of SUNRISE INC. (currently Bandai Namco Filmworks Inc.), which is the current business management company of the IP Production Unit in the Group, since 2019. He is proposed as a candidate for Director as the Company considers him capable of building closer ties between the IP Production Business and Group management.

7.	Hiroshi Kawasaki	Reelection
Date of Birth:	April 24, 1963	
Number of the Company's Shares Owned:	78,150 Shares	
Number of Years in Office as Director:	2 Years	
Attendance at Board of Directors Meetings:	94.7% (18/19)	
Positions and Responsibilities in the Company:	Director in charge of Amusement Unit	

■ Career Summary

Apr. 1987:	Joined BANDAI CO., LTD.
Apr. 2001:	Executive Officer and General Manager of Innovative Toy Business Department of BANDAI CO., LTD.
Oct. 2005:	General Manager of President's Office and Corporate Planning Department of the Company
Apr. 2007:	Director of NAMCO LIMITED (*) (currently Bandai Namco Amusement Inc.) * Newly established company through the incorporation-type company split of NAMCO LIMITED (currently Bandai Namco Entertainment Inc.)
Apr. 2015:	Managing Director of NAMCO LIMITED
Apr. 2018:	Director of Bandai Namco Entertainment Inc.
Apr. 2021:	Executive Officer in charge of Amusement Unit of the Company President and Representative Director of Bandai Namco Amusement Inc. (current position)
June 2021:	Director in charge of Amusement Unit of the Company (current position)
Apr. 2023	President and Representative Director of Bandai Namco Amusement Lab Inc. (current position)

(Major concurrent position)

President and Representative Director of Bandai Namco Amusement Inc.

President and Representative Director of Bandai Namco Amusement Lab Inc.

Reasons for proposing Mr. Hiroshi Kawasaki as a candidate for Director:

Mr. Hiroshi Kawasaki possesses extensive experience, achievements, and knowledge from his wide-ranging involvement in multiple businesses in the Group. He has driven the business forward as the President and Representative Director of Bandai Namco Amusement Inc., which is the business management company of the Amusement Unit in the Group, since 2021. He is proposed as a candidate for Director as the Company considers him capable of building closer ties between the Amusement Business and Group management.

<b>8.</b>	<b>Shuji Ohtsu</b>	<span style="border: 1px solid black; padding: 2px;">Reelection</span>
Date of Birth:	August 6, 1959	
Number of the Company's Shares Owned:	139,500 Shares	
Number of Years in Office as Director:	15 Years	
Attendance at Board of Directors Meetings:	100.0% (19/19)	
Positions and Responsibilities in the Company:	Director and CIO in charge of Bandai Namco Business Arc Inc.	

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■ Career Summary

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- Mar. 1986: Licensed as a Certified Public Accountant
- Dec. 1996: Partner of Century Audit Corporation
- Jan. 2000: Partner of Century Ota Showa & Co. (currently Ernst & Young ShinNihon LLC)
- Sep. 2003: Partner of KPMG AZSA & Co. (currently KPMG AZSA LLC)
- May 2004: Board Member of KPMG AZSA & Co.
- Oct. 2007: Joined the Company as Adviser
- June 2008: Director in charge of Overseas Operations, Group Administrative Headquarters, Corporate Legal Affairs Department and Internal Auditing Division of the Company
- June 2011: Director in charge of Overseas Regional Headquarters Companies and Division General Manager of the Group Administrative Headquarters of the Company
- Apr. 2013: Director and Division General Manager of the Group Administrative Headquarters of the Company  
President and Representative Director of NAMCO BANDAI Holdings (USA) Inc. (currently Bandai Namco Holdings USA Inc.)
- Apr. 2015: President and Representative Director of Bandai Namco Business Arc Inc. (current position)
- Oct. 2017: President and Representative Director of Bandai Namco Will Inc. (current position)
- Apr. 2022: Director and CIO in charge of Bandai Namco Business Arc Inc. of the Company (current position)

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(Major concurrent positions)

President and Representative Director of Bandai Namco Business Arc Inc.

President and Representative Director of Bandai Namco Will Inc.

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Reasons for proposing Mr. Shuji Ohtsu as a candidate for Director:

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Mr. Shuji Ohtsu possesses specialist expertise as a certified public accountant, as well as extensive experience and achievements. He is proposed as a candidate for Director as the Company considers him capable of strengthening Group management structures and ensuring highly transparent management.

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**9.****Koichi Kawana**

Reelection

Outside Director

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Date of Birth:	April 23, 1958
Number of the Company's Shares Owned:	--- Shares
Number of Years in Office as Director:	4 Years
Attendance at Board of Directors Meetings:	100.0% (19/19)
Positions and Responsibilities in the Company:	Outside Director

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**■ Career Summary**

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Apr. 1982: Joined JGC CORPORATION (currently JGC HOLDINGS CORPORATION)

Jul. 1997: General Manager, Abu Dhabi Office and General Manager, Kuwait Office of JGC CORPORATION

Jul. 2001: General Manager, London Office and JGC UK Managing Director of JGC CORPORATION

May 2004: General Manager, Project Business Investment Promotion Department, Project Business Promotion Division, Global Marketing Division of JGC CORPORATION

Aug. 2007: Executive Officer, Senior General Manager, New Business Promotion Division, Global Marketing Division of JGC CORPORATION

Jul. 2009: Managing Director, Senior General Manager, Global Marketing Division of JGC CORPORATION

June 2010: Representative Director, Senior Executive Vice President of JGC CORPORATION

Jul. 2011: Representative Director and President of JGC CORPORATION

June 2017: Director, Vice Chairman of JGC CORPORATION

June 2018: Vice Chairman of JGC CORPORATION

June 2019: Outside Director of the Company (current position)  
Outside Director (Audit & Supervisory Committee Member) of COMSYS Holdings Corporation\* (current position)  
Outside Director of TOKYO ELECTRON DEVICE LIMITED (current position)

June 2020: External Director of RENOVA, Inc. (current position)  
External Director of ispace, inc. (current position)

Mar. 2023 Outside Director of KUBOTA Corporation (current position)

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(Major concurrent positions)

Outside Director (Audit & Supervisory Committee Member) of COMSYS Holdings Corporation\*  
Outside Director of TOKYO ELECTRON DEVICE LIMITED  
External Director of RENOVA, Inc.  
External Director of ispace, inc.  
Outside Director of KUBOTA Corporation

\* Mr. Koichi Kawana plans to retire as Outside Director of COMSYS Holdings Corporation in June 2023.

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Reasons for proposing Mr. Koichi Kawana as a candidate for Outside Director and expected role:

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Given Mr. Koichi Kawana's extensive knowledge and experience in corporate management, the Company anticipates that he will be able to further strengthen management oversight and checking functions, and introduce a global managerial perspective based on his extensive experience working overseas, and thus believes that he will be able to perform the duties of an Outside Director appropriately.

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**10.****Toshio Shimada**

Reelection

Outside Director

Date of Birth:	June 4, 1957
Number of the Company's Shares Owned:	--- Shares
Number of Years in Office as Director:	2 Years
Attendance at Board of Directors Meetings:	100.0% (19/19)
Positions and Responsibilities in the Company:	Outside Director

**■ Career Summary**

Apr. 1980:	Joined JGC CORPORATION (currently JGC HOLDINGS CORPORATION)
Jul. 1990:	Joined Sanwa Research Institute Corp. (currently Mitsubishi UFJ Research and Consulting Co., Ltd.)
Aug. 1992:	Joined JGC Information Systems Co., Ltd.
Nov. 1997:	Joined CAC Corporation (currently CAC Holdings Corporation)
Mar. 2000:	Executive Officer and General Manager of Corporate Planning Department of CAC Corporation
Mar. 2002:	Director and General Manager of Corporate Planning Division of CAC Corporation
Jul. 2003:	Managing Director and General Manager of Operational Headquarters of CAC Corporation
Mar. 2004:	President and CEO of CAC Corporation
Jan. 2011:	Chairman and CEO of CAC Corporation
June 2011:	Vice Chairman of Japan Information Technology Services Industry Association
Mar. 2015:	Director and Chairman of CAC Holdings Corporation
Mar. 2019:	Special Advisor of CAC Holdings Corporation (current position)
June 2021:	Outside Director of the Company (current position)
May 2023	Outside Director of AEON DELIGHT CO., LTD. (current position)

(Major concurrent positions)

Special Advisor of CAC Holdings Corporation

Outside Director of AEON DELIGHT CO., LTD.

Reasons for proposing Mr. Toshio Shimada as a candidate for Outside Director and expected role:

Given Mr. Toshio Shimada's extensive knowledge and experience in corporate management, the Company anticipates that he will be able to further strengthen management oversight and checking functions, and introduce his extensive knowledge concerning fusion of corporate management and digital technology into the Company's managerial perspective, and thus believes that he will be able to perform the duties of an Outside Director appropriately.

- (Notes) 1. Each of Mr. Koichi Kawana and Mr. Toshio Shimada is a candidate for Outside Director of the Company. Each of Mr. Koichi Kawana and Mr. Toshio Shimada is currently Outside Director of the Company. As of the close of this General Meeting of Shareholders, Mr. Koichi Kawana will have served as Outside Director for approximately four years, and Mr. Toshio Shimada will have served as Outside Director for approximately two years.
2. Independence as Outside Director  
The Company believes that Mr. Koichi Kawana and Mr. Toshio Shimada, who are candidates for Outside Director of the Company, both satisfy the Company's Standards for the Independence of Outside Directors (please refer to "Standards for the Independence of Outside Directors" described below) and thus have no risk of conflicts of interest with general shareholders and have a high degree of independence. The Company has filed a notification with the Tokyo Stock Exchange that each of the candidates would be an independent officer as defined in the rules of the Tokyo Stock Exchange and would be an independent officer of the Company after the election at this Ordinary General Meeting of Shareholders.



3. Each of Mr. Nobuhiko Momoi and Mr. Kazuhiro Takenaka were elected at the Seventeenth Ordinary General Meeting of Shareholders held on June 20, 2022, and thus, the number of Board of Directors Meetings on which their attendance rates are based differ from that of other Directors. There have been 15 Board of Directors Meetings since Mr. Nobuhiko Momoi and Mr. Kazuhiro Takenaka assumed the office of Director.
4. The name of Ms. Nao Udagawa in the family register is Nao Ochiai.
5. The Company does not intend to conclude with each of the candidates for Outside Director a Liability Limitation Agreement provided for in Article 427, Paragraph 1 of the Companies Act.
6. The Company does not intend to conclude with each of the candidates for Director an Indemnification Agreement provided for in Article 430-2, Paragraph 1 of the Companies Act.
7. The Company has concluded a Directors and Officers Liability (D&O) Insurance Policy prescribed in Article 430-3, Paragraph 1 of the Companies Act with an insurance company, and the overview of said insurance policy is as stated in “2. Current Status of the Company (2) Officers of the Company” of the Business Report. If this Proposal is approved and adopted as proposed, each of the candidates for Director will be included as an insured under the policy. In addition, the Company plans to renew the policy with the same terms at the time of its renewal.
8. There are no special interests between each of the candidates for Director and the Company.
9. The Company conducted a share split with a ratio of three shares for every one share of common stock on April 1, 2023. The number of the Company’s shares owned described above represents the number of the shares after this share split.

**Policy on and process for selecting candidates for Director of the Company <Reference>**

The Company selects candidates for Director of the Company using the following policy and process.

If Proposal No. 2 is approved and adopted as proposed, Outside Directors shall make up at least one-third of all Directors, such that five of the fourteen Directors of the Company will be independent Outside Directors.

Policy on and process for selecting candidates for Director of the Company

To select candidates for Director of the Company, candidates are nominated on the basis of sufficiently broad expertise and experience in decision-making for corporate management, background in a business supervisory capacity, or achievements and knowledge from their career to date. The basic policy is that at least one-third of Directors should be Outside Directors and all of the Outside Directors should be independent Outside Directors.

To select candidates for independent Outside Director of the Company, nominations that provide an appropriate balance of, for example, individuals with extensive experience in corporate management, individuals with profound knowledge of corporate strategy, lawyers who are experts in compliance and other internal controls, or certified public accountants and certified public tax accountants who are experts in accounting and tax affairs, are considered and a decision is made accordingly.

When selecting candidates for Director (excluding Audit & Supervisory Committee Members) of the Company, a Personnel Committee of which the chair and a majority of the members are independent Outside Directors is established on a discretionary basis to act as a forum for debate and receive recommendations based on the respective candidate's achievements and knowledge, and the independent Outside Directors conduct interviews with new candidates for Director (excluding Audit & Supervisory Committee Members) before a decision is made at a Board of Directors meeting.

The selection of candidates for Director, Audit & Supervisory Committee Member is decided by the Board of Directors after considering the necessary capabilities, experience, character, etc. and receiving the consent of the Audit & Supervisory Committee.

### **Standards for the Independence of Outside Directors (Reference)**

The Company has established the following “Standards for the Independence of Outside Directors,” based on which the Company nominates Outside Directors.

#### Standards for the Independence of Outside Directors

In order for the Outside Directors of the Company to be judged as being independent, such Outside Directors must not fall under any of the following items.

1. Any person who purports to be a major business partner of the Company (including group companies of the Company; the same applies hereinafter)
2. Any Executive Director, Executive Officer, Manager or other employee of a company that purports to be a major business partner of the Company
3. Any person who is a major business partner of the Company
4. Any Executive Director, Executive Officer, Manager or other employee of a company that is a major business partner of the Company
5. Any attorney-at-law, certified public accountant, certified public tax accountant, consultant or other expert who receives monies or other economic benefits above a certain amount from the Company, in addition to his or her remuneration as a Director
6. Any person belonging to a company, association or other organization such as a law firm, auditing firm, tax accountant corporation and consultancy which receives monies or other economic benefits above a certain amount from the Company
7. Any person receiving donations or subsidies from the Company above a certain amount
8. Any person who is a Board member or other Executive Officer in a company, association or other organization which receives donations or subsidies from the Company above a certain amount
9. If an Executive Director or Director who is a full time Audit & Supervisory Committee Member of the Company concurrently holds a position as an Outside Director or Outside Audit & Supervisory Board Member at another company, any person who is an Executive Director, Executive Officer, Manager or other employee of that company
10. Any person who has come under one of the categories listed in items 1 through 9 above in the past five years
11. If a person coming under one of the categories listed in items 1 through 9 above is an important person, that person's spouse or relative within the second degree of kinship
12. The spouse or relative within the second degree of kinship of any person who is a Director, Executive Officer, Manager or other important employee of the Company or its subsidiaries

- (Notes)
- 1 In items 1 and 2, where it reads “any person who purports to be a major business partner of the Company,” this means “any person (or company) who has received a payment from the Company 2% or more of its annual consolidated net sales for the most recent business year.”
  - 2 In items 3 and 4, where it reads “any person who is a major business partner of the Company,” this means “any person (or company) who has paid to the Company an amount 2% or more of the Company's annual consolidated net sales for the most recent business year, or any person (or company) who has provided the Company with a loan of an amount 2% or greater of the value of the Company's consolidated total assets as of the end of the most recent business year.”
  - 3 In items 5, 7 and 8, where it reads “a certain amount,” this means “¥10 million a year.”
  - 4 In item 6, where it reads “a certain amount,” this means “2% or more of the total net sales for that company, association or organization for the most recent business year, or ¥100 million; whichever is greater.”

Portfolio of Anticipated Director Skills after Election (Skill Matrix) <Reference>

Candidates			Gender	Corporate management	Business Segment Experience				
					Digital	Toys and hobby	Visual and music	IP creation and development	Facilities and machines
Directors (excluding Audit & Supervisory Committee Members)	Inside	Masaru Kawaguchi	M	✓	✓	✓		✓	
		Yuji Asako	M	✓					
		Nobuhiko Momoi	M	✓		✓		✓	
		Nao Udagawa	F	✓	✓	✓		✓	
		Kazuhiro Takenaka	M	✓		✓		✓	
		Makoto Asanuma	M	✓	✓		✓	✓	✓
		Hiroshi Kawasaki	M	✓	✓	✓		✓	✓
	Shuji Ohtsu	M	✓						
	Outside	Koichi Kawana	M	✓					
Toshio Shimada		M	✓						
Directors (Audit & Supervisory Committee Members)	Inside	Masataka Nagaike	M						
		Toru Shinoda	M						
	Outside	Satoko Kuwabara	F						
		Takayuki Komiya	M	✓					

Candidates			Finance, tax affairs, and accounting	Sustainability	Internationality	Legal affairs	Digital technology and information security	Independence	
Directors (excluding Audit & Supervisory Committee Members)	Inside	Masaru Kawaguchi		✓			✓		
		Yuji Asako	✓	✓			✓		
		Nobuhiko Momoi			✓				
		Nao Udagawa		✓			✓		
		Kazuhiro Takenaka		✓					
		Makoto Asanuma		✓			✓		
		Hiroshi Kawasaki		✓					
	Shuji Ohtsu	✓		✓		✓			
	Outside	Koichi Kawana			✓			✓	✓
Toshio Shimada						✓		✓	
Directors (Audit & Supervisory Committee Members)	Inside	Masataka Nagaike				✓			
		Toru Shinoda	✓					✓	
	Outside	Satoko Kuwabara				✓		✓	
		Takayuki Komiya	✓					✓	

End

**BUSINESS REPORTS**

*(From April 1, 2022 to March 31, 2023)*

**1. Current Status of the Group**

(1) Business Status for This Fiscal Year

(i) Business Progress and Results

During the fiscal year ended March 31, 2023, the future of the economic environment around the world remained uncertain. While restrictions on activities implemented due to the novel coronavirus disease (COVID-19) were increasingly relaxed, the spread of COVID-19 variants, changes in the social situation, fluctuations in the prices of raw materials and foreign currency exchange rates, and surging fuel prices, among other factors, affected society and the economy as well as customer lifestyles and preferences.

Under such circumstances, from April 2022, with the introduction of our Purpose as the ultimate definition of who we are as a Group and the introduction of a new logo, we began our new three-year Mid-term Plan. In the Mid-term Plan, in order to achieve the aims of the Bandai Namco Group based on our Purpose, we have established a Mid-term Vision of “Connect with Fans” that aims to constantly meet the needs of global fans, a wide range of business partners, Group employees, and communities around the world and to foster broad, deep, and multifaceted connections. As priority strategies, we are promoting our IP axis strategy, personnel strategy, and sustainability. By propelling the priority strategies, we will take advantage of the worldview and unique characteristics of our IP to further evolve the IP axis strategy that aims to maximize IP value through the provision of the optimal products and services at the optimal times. We will also strengthen the global development of the IP axis strategy and enhance our sense of unity and collective strength under the ALL BANDAI NAMCO concept in order to achieve continuous growth.

In the fiscal year under review, in addition to taking swift measures in response to environmental changes, we promoted various initiatives to foster broad, deep, and multifaceted connections with fans through efforts such as strengthening collaboration among major IP development in the media and our products and services. Moreover, we stepped up Group-wide, ALL BANDAI NAMCO efforts, working together across regions and businesses. As a result, sales of products and services with high profit margins, such as major titles of network content and repeat sales of home video games in the Digital Business, as well as products for the mature fan base and card products in the Toys and Hobby Business, contributed to performance around the world. Furthermore, live events in the IP Production Business and facilities in the Amusement Business enjoyed strong customer visits as restrictions on activities were increasingly relaxed. Meanwhile, in the Digital Business, given the intensifying competition in the market environment around the world, we thoroughly reviewed the status of the development of titles and our business plans with the goal of providing titles focused on quality, and as a result, we recorded valuation losses, etc. on certain work in process. We also recorded foreign exchange gains related to foreign currency transactions in non-operating income due to weak yen.

Consequently, the Group’s consolidated results for the fiscal year ended March 31, 2023 were net sales of 990,089 million yen (year-on-year increase of 11.3%), operating profit of 116,472 million yen (year-on-year decrease of 7.2%), recurring profit of 128,006 million yen (year-on-year decrease of 4.2%), and profit attributable to owners of parent of 90,345 million yen (year-on-year decrease of 2.6%).

## (ii) Outline of Business by Business Segment

(Millions of yen)

Business Segment	Net Sales			Operating Profit		
	Year Ended March 31, 2022	Year Ended March 31, 2023	Change	Year Ended March 31, 2022	Year Ended March 31, 2023	Change
Digital (Entertainment Unit)	378,173	385,681	Increase of 7,508	69,634	49,339	Decrease of 20,295
Toys and Hobby (Entertainment Unit)	373,625	447,491	Increase of 73,866	52,319	59,538	Increase of 7,218
IP Production	79,964	81,748	Increase of 1,784	8,833	10,645	Increase of 1,811
Amusement	82,344	104,602	Increase of 22,257	4,051	6,038	Increase of 1,986
Other	27,667	31,313	Increase of 3,646	347	1,165	Increase of 818
Eliminations and Corporate	(52,504)	(60,748)	Decrease of 8,244	(9,689)	(10,254)	Decrease of 564
Consolidated	889,270	990,089	Increase of 100,819	125,496	116,472	Decrease of 9,023

(Note) As the Group changed its classification of business segments on April 1, 2022, the figures for the year ended March 31, 2022 have been restated according to the current classifications.

Digital Business of Entertainment Unit

As for the Digital Business, in home video games, repeat sales were strong mainly overseas for existing titles such as ELDEN RING, a major title for worldwide distribution launched in the previous fiscal year, contributing to results. In addition, the sales of multiple new titles launched during this fiscal year were stable. In network content, sales were strong for key titles such as the DRAGON BALL series and ONE PIECE and for titles that commenced service in the previous fiscal year as a result of collaboration with IP development in the media and ongoing measures targeting users. Compared with the previous fiscal year, changes in the product mix, in addition to differences in the composition of the titles of home video games, affected profits. Furthermore, in this business, given the intensifying competition in the market environment around the world, we thoroughly reviewed the status of the development of titles and our business plans with the goal of providing titles focused on quality, and as a result, we recorded valuation losses, etc. on certain work in process of approximately 13.0 billion yen.

As a result, net sales in the Digital Business were 385,681 million yen (year-on-year increase of 2.0%), and operating profit was 49,339 million yen (year-on-year decrease of 29.1%).

Description of Business
Planning, development, and distribution of network content; planning, development, and sales of home video games, etc.

Toys and Hobby Business of Entertainment Unit

As for the Toys and Hobby Business, while it was impacted by rising prices for raw materials and fuel caused by the weakening of the yen, its overall performance remained strong due to efforts to expand the categories that are doing well, advance global business development, and strengthen production operations. Specifically, products for the mature fan base such as plastic models of the Gundam series, collectible figures, and character lotteries continued to perform favorably around the world mainly due to the successful outcomes produced by sales, marketing, and expansion of

the product lineup. In addition to these, card products such as the ONE PIECE trading card game and digital cards of the Gundam series, confectionery products such as Charapaki, and capsule toys were popular. In this business, we recorded valuation losses, etc. on inventories in the fourth quarter of this fiscal year.

As a result, net sales in the Toys and Hobby Business were 447,491 million yen (year-on-year increase of 19.8%), and operating profit was 59,538 million yen (year-on-year increase of 13.8%).

Description of Business
Planning, development, production, and sales of toys, capsule toys, cards, confectionery and foods, apparel, sundries, plastic models, prizes, stationery, and other products

### IP Production Business

As for the IP Production Business, we changed our organizational structure to integrate resources and know-how related mainly to visual, music, and live events with the aim of reinforcing our IP creation. Under this new structure, we produced and distributed video works, sold visual and music package software, streamed videos, held live events, and conducted licensing business in relation to IPs. As a result, the performance of activities such as video streaming and licensing businesses related to video works, such as the Gundam series, the LoveLive! series, That Time I Got Reincarnated as a Slime, and BLUELOCK, were strong. Furthermore, with COVID-19 restrictions in Japan being increasingly relaxed, the business for live events and GUNDAM FACTORY YOKOHAMA exceeded that of the previous fiscal year.

As a result, net sales in the IP Production Business were 81,748 million yen (year-on-year increase of 2.2%), and operating profit was 10,645 million yen (year-on-year increase of 20.5%).

Description of Business
Planning, production, and management of visual and music content such as animations; management and administration of copyrights and other rights; artist discovery and development; and live entertainment operations

### Amusement Business

As for the Amusement Business, despite the impact of the spread of COVID-19 causing closures of facilities in certain regions and the impact of rising utility costs caused by increased fuel prices, net sales for existing amusement facilities in Japan increased to 114.9% year on year. In addition, we stepped up store development through collaboration with the Group's products and services for Bandai Namco Cross Stores and GASHAPON Department Stores. Moreover, sales of amusement machines such as CLENA3, a new product, were also strong. For the Amusement Business, we will continue to promote initiatives that only the Bandai Namco Group can offer, such as store development through collaboration with the Group's products and services, while also continuing to improve efficiency.

As a result, net sales in the Amusement Business were 104,602 million yen (year-on-year increase of 27.0%), and operating profit was 6,038 million yen (year-on-year increase of 49.0%).

Description of Business
Planning, development, production, and sales of amusement machines, and planning and operation of amusement facilities, etc.

### Other Businesses

Other Businesses consist of companies that conduct businesses such as logistics support and other kinds of administration and operational support for each of the Group companies. We have been making efforts to manage such operations related to group support in an efficient manner.

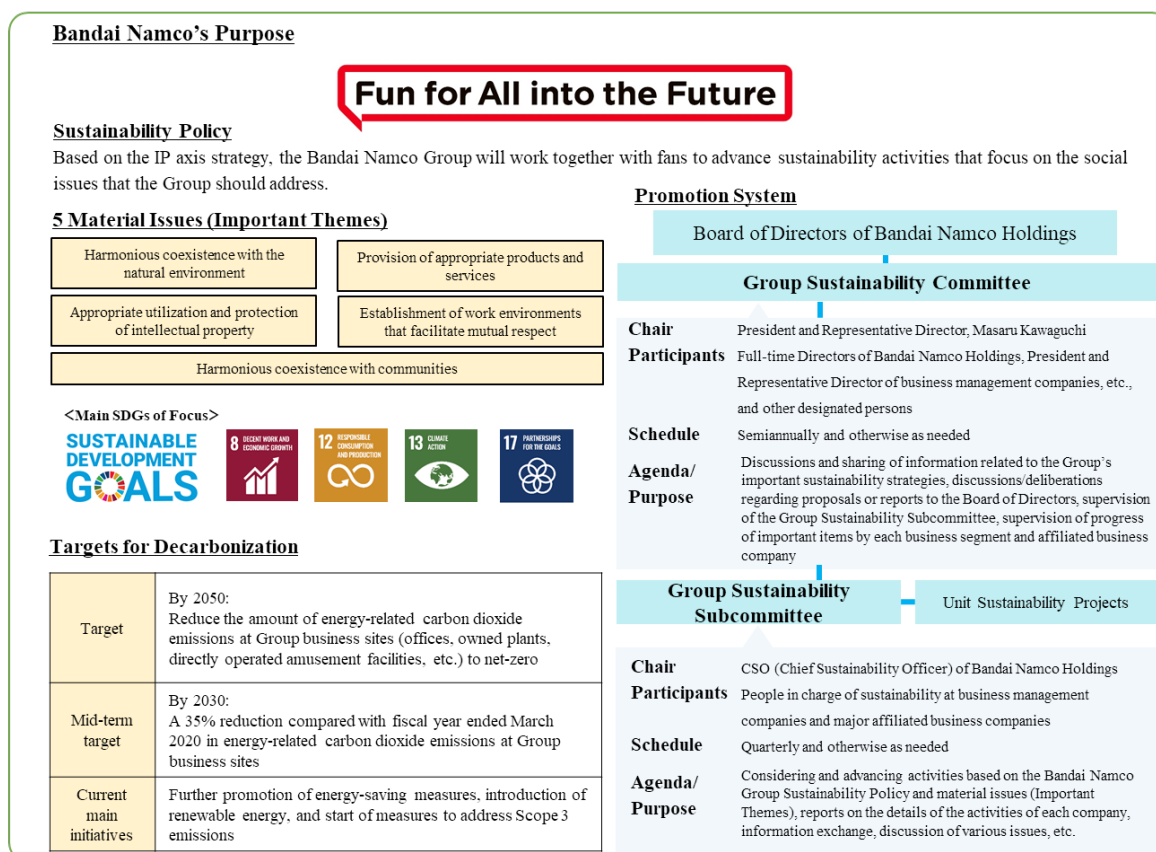
As a result, net sales in the Other Businesses were 31,313 million yen (year-on-year increase of 13.2%), and operating profit was 1,165 million yen (year-on-year increase of 235.9%).

Description of Business	
Businesses supporting the Units in such areas as distribution, logistics, and administrative services	



## Sustainability Connecting to a smile into the future

Since April 2022, the Bandai Namco Group has set “Fun for All into the Future” as our Purpose (the reason for our existence), and identified five themes known as material issues (Important Themes) that will be addressed in implemented activities to achieve this Purpose.



## Major Sustainability Activities

### Efforts regarding GUNPLA

The GUNPLA RECYCLING PROJECT, launched in the previous fiscal year, is a project to put recycle bins at about 200 participating Bandai Namco Amusement Inc. stores across Japan, have fans bring in runners (disposable frames that hold parts of plastic models) from GUNPLA made by BANDAI SPIRITS CO., LTD., collect those runners from the stores using BANDAI LOGIPAL INC. trucks, and recycle them at BANDAI HOBBY CENTER (GUNPLA production factory). In this fiscal year, we collected approximately 20.0 metric tons of runners. In addition, in order to reduce the use of plastics derived from petroleum, we have adopted alternative materials for some plastic models. We are stepping up our efforts in this initiative as a way to contribute to reducing carbon dioxide emissions.

### Efforts to reduce food loss

As part of its effort to address food loss, BANDAI CO., LTD. succeeded in extending the best-before dates of its gummies, *ramune* and desserts after repeating various validation tests. BANDAI has also engaged in efforts such as reducing raw material waste by improving its production line and upgrading facilities to advanced models and reduced food loss by 10.5 metric tons compared with previous levels.

### Efforts to increase customer satisfaction

Bandai Namco Entertainment Inc. and Bandai Namco Online Inc. have published a “Guide to Playing Online Games Safely (in Japanese)” for minors and parents on their official websites to help users feel safe when playing. Bandai Namco Online Inc. won three stars, the highest rating, in the phone support rating category of the 2022 benchmark organized by HDI-Japan.

(iii) Capital Expenditures

In this fiscal year, the Group carried out 36,477 million yen in capital expenditures; the funds were primarily used for investments in the manufacturing of molds associated with the production of new products and in amusement facilities and machines.

(iv) Financing

There are no matters to be noted.

(v) Status of Significant Corporate Restructuring

- Bandai Namco Arts Inc., a subsidiary of the Company, transferred its film business to SUNRISE INC., a subsidiary of the Company, as a result of an absorption-type company split on April 1, 2022. In addition, SUNRISE INC. conducted an absorption-type merger on April 1, 2022, with SUNRISE INC. as the surviving company and Bandai Namco Rights Marketing Inc., a subsidiary of the Company, as the disappearing company, and changed its name to Bandai Namco Filmworks Inc. on the same date.
- Bandai Namco Arts Inc., a subsidiary of the Company, conducted an absorption-type merger on April 1, 2022, with Bandai Namco Arts Inc. as the surviving company and Bandai Namco Live Creative Inc. and SUNRISE Music INC., both of which are subsidiaries of the Company, as the disappearing companies, and changed its name to Bandai Namco Music Live Inc. on the same date.
- Bandai Namco Amusement Europe Ltd., a subsidiary of the Company, transferred all of its businesses to NAMCO UK LTD., a subsidiary of the Company, on October 1, 2022, and NAMCO UK LTD. changed its name to Bandai Namco Amusement Europe Ltd. on the same date.

(vi) Principal Lenders (As of March 31, 2023)

Lenders	Amount
MUFG Bank, Ltd.	¥3,712 million
Sumitomo Mitsui Banking Corporation	¥3,612 million
Mizuho Bank, Ltd.	¥3,387 million

## (2) Status of Assets and Profits &amp; Losses for the Previous Three Fiscal Years

Fiscal Year Classification	15th Fiscal Year (Year Ended March 31, 2020)	16th Fiscal Year (Year Ended March 31, 2021)	17th Fiscal Year (Year Ended March 31, 2022)	18th Fiscal Year (Year Ended March 31, 2023) (This Fiscal Year)
Net sales (Millions of yen)	723,989	740,903	889,270	990,089
Operating profit (Millions of yen)	78,775	84,654	125,496	116,472
Recurring profit (Millions of yen)	79,797	87,612	133,608	128,006
Profit attributable to owners of parent (Millions of yen)	57,665	48,894	92,752	90,345
Basic earnings per share	¥87.46	¥74.19	¥140.70	¥136.88
Total assets (Millions of yen)	619,819	732,782	862,650	926,358
Net assets (Millions of yen)	454,684	511,433	584,233	652,133
Net assets per share	¥681.75	¥774.66	¥884.94	¥987.58

- (Notes) 1. The Company conducted a share split with a ratio of three shares for every one share of common stock on April 1, 2023. Basic earnings per share and net assets per share were calculated assuming that the share split was conducted at the beginning of the 15th fiscal year (year ended March 31, 2020).
2. The Company has applied the “Accounting Standard for Revenue Recognition” (ASBJ Statement No. 29, March 31, 2020) and other relevant ASBJ regulations from the beginning of the 17th fiscal year (year ended March 31, 2022), and these standards have been applied to the figures for the 17th fiscal year and thereafter.

### (3) Issues to be Addressed

We will deal with various issues that we should address to achieve continued medium- and long-term growth by working across the Group as one with the ALL BANDAI NAMCO concept to implement our priority strategies, namely the IP axis strategy, personnel strategy, and sustainability, based on the Mid-term Vision of “Connect with Fans” under the Mid-term Plan that started in April 2022.

#### (i) Issues to be Addressed Group-wide

##### To Fulfill our Corporate Social Responsibility

The Group has established our new Purpose as the ultimate definition of who we are as a Group, conveying “the reason for our existence,” why we conduct our businesses and corporate activities, and the meaningfulness we derive from working at Bandai Namco Group. What we believe to be particularly important elements in our Purpose are the ideas of “connecting and working together to create things,” and we will achieve “Fun for All into the Future” by Bandai Namco Group and all stakeholders such as IP fans, partners, and society connecting through dreams, fun and inspiration. Going forward, we as management will communicate regarding the Group’s Purpose using various opportunities to deepen the understanding thereof among Group employees and to put our Purpose into practice through our business and actions.

The Group has set out the Bandai Namco Group Sustainability Policy in order to continue to provide dreams, fun and inspiration through entertainment to fans around the world and will work together with fans to promote initiatives for the realization of a sustainable society. In our Mid-term Plan, in which we have designated sustainability as a priority strategy, we will promote a detailed action plan to work on the material issues that we have identified as social issues that should be addressed by the Group. In addition, the Group has established the Bandai Namco Group Compliance Charter as a code of conduct to be complied with by all Group employees and is working to ensure that they are familiar with the content of the Charter. In accordance with these principles, the “Group Sustainability Committee” and its task force, the “Group Sustainability Subcommittee,” as well as the “Group Risk Compliance Committee,” the “Group Information Security Committee,” and the “Internal Control Committee,” which promote the strengthening of compliance, information security, and internal control, respectively, hold meetings and have been striving to continuously implement a range of initiatives such as measures to address various issues, enhancement of the Group’s structures, and educational activities to raise awareness in the Group.

##### To Further Strengthen the IP Axis Strategy

The Group will strive to further accelerate the evolution of its IP axis strategy in order to respond to changes in the environment such as the emergence of oligopolies in the distribution and media fields, the widespread penetration of networks, increasingly diverse platforms, technological improvements, and intensifying competition in the global market.

With regard to creation of new IP, the IP Production Unit has been consolidating its visual, music and live event know-how to strengthen its IP creation and production abilities. We will strengthen our capability for new IP creation in various ways including the creation of product and service-originated IP and visual product-originated IP, Group collaboration initiatives, the utilization of the “Bandai Namco Content Fund,” which invests with a focus on overall optimization, and collaboration with external partner companies and creators.

Additionally, as a new initiative within the IP axis strategy to connect with fans on a broader, deeper, and more multifaceted level, we will develop a metaverse for each IP. Through this “IP Metaverse,” we will build broad, deep, and multifaceted relationships between Bandai Namco and fans, as well as amongst fans themselves, over a long period of time while pursuing quality in such connections.

To maximize IP value, we will collaborate openly with all partners from a long-term perspective and promote initiatives to maximize our business and expand the potential of our IP. For IPs that expand across regions and businesses, we will endeavor to maximize IP value through Group-wide projects. Under the Mid-term Plan, we will also make strategic investments to promote various initiatives to maximize IP value.

Furthermore, in promoting the IP axis strategy, in order to conduct activities that respect IP itself and the worldviews of each IP, the Group will coordinate with partner companies and government administrations to take measures such as the elimination of counterfeit products and educational activities to protect intellectual properties.

#### To Expand our Business in the Global Market

We believe it is crucial to achieve business expansion in the global market in order for the Group to maintain continued medium- and long-term growth. To work together and advance our strategies under the ALL BANDAI NAMCO concept in regions worldwide, we have implemented initiatives such as organizational restructuring and the consolidation of business locations in each region and will work to build our businesses under this structure. We will particularly focus on North America and inland China and will take steps to further bolster collaboration among businesses in the development and marketing of products and services with IP as an axis, in addition to which we use Group-wide projects to work on IPs that expand worldwide. Moreover, the Group will strengthen its IP portfolio through such measures as developing IP originating in each region in addition to the overseas distribution of IP products and services originating in Japan. Furthermore, with the aim of developing global human resources, the Group will promote development through not only recruitment of diverse human resources but also personnel exchanges and training across regions and businesses.

#### To Respond to Advances and Changes in Technology

Advances in technology including digitalization have caused more diversification in the options concerning entertainment and speedier changes in preferences and lifestyles of customers, as well as increasingly intense competition on a global scale. The Group will proactively work on new value creation, response to new platforms, and business model reforms according to preferences and lifestyles of customers, without being bound by traditional business models. The Group will not limit these efforts to its own confines, and instead promote them by coordinating closely with worldwide partner companies, creators, etc.

#### To Ensure that Diverse People Can Thrive in the Group

In accordance with our Purpose, the Group strives to be a corporate group with “Same Spirit, Diverse Talents,” where diverse people with different skills, individual characteristics and values can thrive. We have always focused on recruiting and promoting diverse individuals regardless of whether they are new graduates or mid-career hires and regardless of gender, nationality, race, religion, or sexual orientation, in addition to which we have focused on developing systems and environments that enable a diverse array of people to thrive and work in a way that is both physically and mentally healthy. In addition, we will actively promote collaboration and cooperation with people outside the Company.

(ii) Issues Specific to Each Unit

Entertainment Unit

<Digital Business>

This Unit's industry is facing issues that include "increasingly diverse platforms," "technological improvements of networks, etc.," "increasingly diverse customer needs" and "lengthening development periods and rising costs for investment." To address these issues, in the development of products and services, it will target long-term development of products and services through continuous measures to continue connecting with customers, including the development of titles carefully selected with a strong emphasis on quality, the offering of value even after release through updates and additional content, and the holding of events. In addition, it will offer titles suited to the characteristics of each platform and use new platform launches as opportunities to capture new customers. It will also endeavor to create entertainment and business models, including the development of the IP Metaverse, that respond to increasingly diverse customer needs and technological improvements, over and above the boundaries of existing operations and products and services. In addition, it will work on acquiring independent production studios and setting up investment funds for partnering with startups, as well as further strengthen technological research, in order to enable a swift response to technological advances, environmental changes, and new platforms.

<Toys and Hobby Business>

This Unit's industry is facing issues such as a "shrinking Japanese market due to the falling birthrate," "increasingly diverse customer needs," "geographic concentration of product manufacturing" and "increases in the cost of raw materials and fuel." This Unit is addressing these issues by aiming to take a dominant position as No. 1 in the industry in Japan, working at expanding its target demographic and creating new businesses. Overseas, it will continue to aim for medium- and long-term growth by implementing initiatives such as expanding the business in products for the mature fan base, broadening the IP portfolio, expanding sales channels, and strengthening e-commerce sales. In addition, on the development and production side, through improvements in the value chain, this Unit will work to make production operations more efficient and to make its product development more competitive in terms of speed and quality, along with price competitiveness. This Unit is also taking extensive steps to ensure compliance with the applicable laws and regulations, the quality and safety standards, etc. set by the industry, and other standards by enhancing quality and safety and optimizing the work environment through various initiatives including the establishment of our own stricter quality standards and the implementation of periodic CoC (Code of Conduct) audits on the factories of contracted manufactures. This Unit has established its own product manufacturing operations in multiple countries, including Japan, Thailand, the Philippines, and Vietnam, and in addition, it strives for a wide distribution of geographic locations for contracted manufacturing on the strict precondition of always assuring quality standards.

IP Production Unit

This Unit's industry is facing issues such as "intensification of competition in IP creation" and "developing and securing excellent human resources." To address these issues, this Unit is consolidating its visual, music, and live event know-how and functions through restructuring the organizations within the Unit to strengthen the more diverse capabilities to create IP which enable it to produce a synergy effect through collaboration not only within the Unit but also with various businesses of the Group and external partners. In addition, it will invest aggressively in enhancing our visual production and production technologies, improve the environment and structure of production sites, developing creators, and strengthen collaboration between our partners, both internal and external, and creators. It will also work to create new entertainment that fuses visuals, music, and live events and digital technology.

### Amusement Unit

This Unit's industry is facing issues such as "increasingly diverse customer needs," "intensification of changes in the environment" and "increases in the cost of raw materials and fuel." To address these issues, in the facilities business and the amusement machines business, it is conducting a uniquely Bandai Namco style of business development in such ways as utilizing IP along with the products and services of the Group and is promoting development in a more unified manner with the Group's other businesses. In addition, it will work to make its operations more efficient and thereby strive to build a strong business foundation to generate earnings stably. As the Group's important point of contact with customers under the IP axis strategy, the Unit will also fulfill the role of selling the products and services of the Group, promoting IP and collecting information on customer needs.

We ask for our shareholders' further assistance and guidance.

(4) Important Parent Company and Subsidiaries (As of March 31, 2023)

(i) Status of the Parent Company

Not applicable.

(ii) Important Subsidiaries

Name of Company	Capital	Ownership Ratio	Description of Principal Business
Bandai Namco Entertainment Inc.	¥10,000 million	100.0%	Planning, distribution, and sales of entertainment content such as network content and home video games
BANDAI CO., LTD.	¥10,000 million	100.0%	Planning, development, production, and sales of toys, capsule toys, cards, candy toys, confectionery and foods, apparel, sundries, etc.
Bandai Namco Filmworks Inc.	¥300 million	100.0%	Planning, production, and sales of visual content such as animations and visual-related services; management and administration of copyrights and other rights
Bandai Namco Amusement Inc.	¥100 million	100.0%	Planning, development, operation and sales of facilities, machines and services related to real entertainment business
Bandai Namco Holdings USA Inc.	US\$ 10	100.0%	Pure holding company as regional headquarters in the Americas
Bandai Namco Europe S.A.S.	€ 21,690 thousand	100.0%	Business holding company as regional headquarters in continental Europe Planning, development, distribution, and sales of home video games and network content
Bandai Namco Holdings Asia Co., Ltd.	HK\$ 255,282 thousand	100.0%	Pure holding company as regional headquarters in Asia (excluding inland China)
Bandai Namco Holdings China Co., Ltd.	RMB 189,964 thousand	100.0%	Pure holding company as regional headquarters in China
Bandai Namco Holdings UK Ltd.	£ 60,000 thousand	100.0%	Pure holding company in the United Kingdom

(Notes) 1. Bandai Namco Arts Inc. transferred its film business to SUNRISE INC. as a result of an absorption-type company split in April 2022. In addition, SUNRISE INC. conducted an absorption-type merger in April 2022, with SUNRISE INC. as the surviving company and Bandai Namco Rights Marketing Inc. as the disappearing company, and changed its name to Bandai Namco Filmworks Inc. on the same date.

2. There are no specified wholly owned subsidiaries at the end of this fiscal year.



(5) Principal Business Offices of the Group (As of March 31, 2023)

(i) The Company

Head Office	5-37-8 Shiba, Minato-ku, Tokyo
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(ii) Principal Subsidiaries

Bandai Namco Entertainment Inc.	Minato-ku, Tokyo
BANDAI CO., LTD.	Taito-ku, Tokyo
Bandai Namco Filmworks Inc.	Suginami-ku, Tokyo
Bandai Namco Amusement Inc.	Minato-ku, Tokyo
Bandai Namco Holdings USA Inc.	California, U.S.A.
Bandai Namco Europe S.A.S.	Lyon, France
Bandai Namco Holdings UK Ltd.	London, U.K.
Bandai Namco Holdings Asia Co., Ltd.	Hong Kong, China
Bandai Namco Holdings China Co., Ltd.	Shanghai, China

(6) Outline of Employees (As of March 31, 2023)

(i) Employees of the Group

Business Segment	Number of Employees		Change from the End of Previous Fiscal Year	
Digital Business of Entertainment Unit	3,518	(709)	Increase of 368	(Increase of 59)
Toys and Hobby Business of Entertainment Unit	3,616	(2,324)	Increase of 217	(Increase of 246)
IP Production Business	975	(48)	Increase of 49	(Increase of 16)
Amusement Business	1,528	(5,508)	Increase of 13	(Increase of 362)
Other Businesses	821	(902)	Increase of 9	(Increase of 21)
Corporate (Common)	105	(-)	Increase of 21	(Decrease of 1)
Total	10,563	(9,491)	Increase of 677	(Increase of 703)

- (Notes) 1. The number of employees refers to the employees actually at work.
2. The average numbers of temporary personnel employed for this fiscal year are presented separately in parentheses.
3. As the Group changed its classification of business segments in this fiscal year, the change from the end of previous fiscal year indicate the difference calculated by subtracting the numbers in the previous fiscal year that have been restated according to the classification of business segments after the change.
4. The increase in the number of employees listed for “Corporate (Common)” is due primarily to the Group’s effort to reinforce its workforce to promote sustainability activities in the Group.
5. The number of employees listed for “Corporate (Common)” is the number of employees in the administration sectors, etc. of the Company, Bandai Namco Holdings USA Inc., Bandai Namco Europe S.A.S., Bandai Namco Holdings Asia Co., Ltd., Bandai Namco Holdings China Co., Ltd., and Bandai Namco Holdings UK Ltd.

(ii) Employees of the Company

Number of Employees	Change from the End of Previous Fiscal Year	Average Age	Average Years of Service
43 (-)	Increase of 20 (-)	46.8	19.1

- (Notes) 1. The number of employees refers to the employees actually at work.
2. The average number of temporary personnel employed for this fiscal year is presented separately in parentheses.
3. In calculating the average years of service, with respect to the employees who have transferred from other Group companies to the Company, the aggregate number of each employee's years of service at each company is used for calculation.
4. The increase in the number of employees of the Company is due primarily to the Company's effort to reinforce its workforce to promote sustainability activities in the Group.

(7) Other Important Matters of the Group

Pursuant to the resolution at the Seventeenth Ordinary General Meeting of Shareholders of the Company held on June 20, 2022, the Company transitioned to a company with an audit & supervisory committee on the same date.

## 2. Current Status of the Company

### (1) Status of Shares (As of March 31, 2023)

(i) Total Number of Shares Issuable: 1,000,000,000 shares

(Note) The Company revised Article 5 of its Articles of Incorporation on April 1, 2023 pursuant to the provisions of paragraph (2) of Article 184 of the Companies Act and increased the total number of shares issuable by 1,500,000,000 shares to 2,500,000,000 shares.

(ii) Total Number of Issued Shares: 222,000,000 shares

(Note) The Company conducted a share split with a ratio of three shares for every one share of common stock on April 1, 2023. As a result, the total number of issued shares increased by 444,000,000 shares to 666,000,000 shares.

(iii) Number of Shareholders: 38,823 (Increase of 7,070 from the end of the previous fiscal year)

(iv) Major Shareholders (Top 10 Shareholders)

Name of Shareholders	Number of Shares Held	Shareholding Ratio (%)
The Master Trust Bank of Japan, Ltd. (Trust account)	46,039,200	20.92
Custody Bank of Japan, Ltd. (Trust account)	21,260,400	9.66
JP MORGAN CHASE BANK 380815	10,945,700	4.97
XIL, LTD.	6,000,000	2.73
Kyoko Nakamura	5,604,000	2.55
The Nomura Trust and Banking Co., Ltd. (Retirement and severance benefits trust. MUFG Bank, Ltd. account)	4,586,100	2.08
MAL Ltd.	4,400,100	2.00
Nintendo Co., Ltd.	3,845,700	1.75
STATE STREET BANK WEST CLIENT-TREATY 505234	3,564,802	1.62
KOREA SECURITIES DEPOSITORY-SAMSUNG	3,347,900	1.52

(Notes) 1. The shareholding ratio is calculated after deducting the number of shares of treasury stock (1,916,479 shares).

2. Out of the above number of shares held, the numbers of shares relating to the trust business are as follows:

The Master Trust Bank of Japan, Ltd. (Trust account)	45,139,000 shares
Custody Bank of Japan, Ltd. (Trust account)	20,739,500 shares
The Nomura Trust and Banking Co., Ltd. (Retirement and severance benefits trust. MUFG Bank, Ltd. account)	4,586,100 shares

3. The 4,586,100 shares owned by The Nomura Trust and Banking Co., Ltd. (Retirement and severance benefits trust. MUFG Bank, Ltd. account) were the shares of BANDAI CO., LTD. that were owned by UFJ Bank (currently MUFG Bank, Ltd.), entrusted for retirement and severance benefits. Those shares were exchanged with the Company's shares through the share transfer on September 29, 2005, and MUFG Bank, Ltd. directs the exercise of the voting rights pertaining to those shares.

(v) Status of Shares Delivered to Officers as Consideration for Their Execution of Duties During This Fiscal Year

The details of stock compensation delivered during this fiscal year are as follows:

- Total number of shares delivered to Directors and other officers

		Number of Shares	Number of Officers Eligible for Delivery
Directors (excluding Audit & Supervisory Committee Members)	Directors (excluding Outside Directors)	9,000	4
	Outside Directors	-	-
Directors (Audit & Supervisory Committee Members)		-	-
Audit & Supervisory Board Members		-	-

(2) Officers of the Company

(i) Directors (As of March 31, 2023)

Title	Name	Responsibilities in the Company and Major Concurrent Positions
President and Representative Director	Masaru Kawaguchi	Group CEO
Director	Yuji Asako	CFO, CISO, and CSO (Chief Sustainability Officer) in charge of Corporate Planning Division and Group Administrative Headquarters
Director	Nobuhiko Momoi	General Manager of Group Business Strategy Department President & CEO of Bandai Namco Holdings USA Inc.
Director	Yasuo Miyakawa	In charge of Digital Business of Entertainment Unit President and Representative Director of Bandai Namco Entertainment Inc.
Director	Kazuhiro Takenaka	In charge of Toys and Hobby Business of Entertainment Unit President and Representative Director of BANDAI CO., LTD.
Director	Makoto Asanuma	In charge of IP Production Unit President and Representative Director of Bandai Namco Filmworks Inc. Chairman of SUNRISE SHANGHAI CO., LTD.
Director	Hiroshi Kawasaki	In charge of Amusement Unit President and Representative Director of Bandai Namco Amusement Inc.
Director	Shuji Ohtsu	CIO President and Representative Director of Bandai Namco Business Arc Inc. President and Representative Director of Bandai Namco Will Inc.
Director	Koichi Kawana	Chairperson of the Independent Directors Committee and Chairperson of the Personnel Committee Outside Director (Audit and Supervisory Committee Member) of COMSYS Holdings Corporation Outside Director of TOKYO ELECTRON DEVICE LIMITED External Director of RENOVA, Inc. Outside Director of KUBOTA Corporation
Director	Toshio Shimada	Member of the Independent Directors Committee and Member of the Personnel Committee Special Advisor of CAC Holdings Corporation
Director (Full Time Audit & Supervisory Committee Member)	Masataka Nagaike	
Director (Full Time Audit & Supervisory Committee Member)	Toru Shinoda	Member of the Independent Directors Committee Certified Public Accountant
Director (Audit & Supervisory Committee Member)	Satoko Kuwabara	Member of the Independent Directors Committee and Member of the Personnel Committee Partner of GAIEN PARTNERS Outside Auditor of Unicafe Inc. Outside Audit & Supervisory Board Member of Nippon Yusen Kabushiki Kaisha Outside Director of Mitsubishi UFJ Financial Group, Inc.

Title	Name	Responsibilities in the Company and Major Concurrent Positions
Director (Audit & Supervisory Committee Member)	Takayuki Komiya	Member of the Independent Directors Committee Certified Public Accountant Certified Public Tax Accountant

- (Notes) 1. For the purpose of collecting information and increasing the effectiveness of audits, the Company has appointed full-time Audit & Supervisory Committee Members, who shall, among other things, continuously and effectively attend important meetings other than the Board of Directors Meeting.
2. Directors Koichi Kawana and Toshio Shimada and Directors (Audit & Supervisory Committee Members) Toru Shinoda, Satoko Kuwabara, and Takayuki Komiya are Outside Directors.
  3. Director (Full Time Audit & Supervisory Committee Member) Toru Shinoda is a certified public accountant and has considerable knowledge of finance and accounting.
  4. Director (Audit & Supervisory Committee Member) Satoko Kuwabara is an attorney-at-law and has highly professional knowledge of corporate legal affairs and compliance. Her name in the family register is Satoko Ohta.
  5. Director (Audit & Supervisory Committee Member) Takayuki Komiya is a certified public accountant and a certified public tax accountant and has considerable knowledge of finance and accounting.
  6. The Company has appointed all of its Outside Directors, Koichi Kawana, Toshio Shimada, Toru Shinoda, Satoko Kuwabara, and Takayuki Komiya, as independent officers as defined in the rules of the Tokyo Stock Exchange and has filed therewith the notification regarding their appointments.
  7. Director Yasuo Miyakawa retired from office as President and Representative Director of Bandai Namco Entertainment Inc. on March 31, 2023.
  8. Director Makoto Asanuma retired from office as Chairman of SUNRISE SHANGHAI CO., LTD. on March 31, 2023.

(ii) Summary of Contracts Concerning Limited Liability

Not applicable.

(iii) Summary of the Contents of the Indemnification Agreement

Not applicable.

(iv) Summary of the Contents of the D&O Insurance Policy

The Company concluded an insurance policy with an insurance company, under which Directors, Audit & Supervisory Board Members, Executive Officers, and those in a managerial or supervisory position of the Company and its subsidiaries are the insureds and the purpose of which is to compensate for damage arising from damages under law and court costs incurred by the insureds due to claims for damages filed by shareholders or third parties. The full amount of the insurance premiums is borne by the Company. However, there are some exemptions such as that no compensation is to be made if damage is caused by an act committed with the knowledge that such act violates a law or regulation.

(v) Directors and Audit & Supervisory Board Members Who Retired or Were Dismissed During This Fiscal Year

Not applicable.

(vi) Remuneration, etc. Paid to Directors and Audit & Supervisory Committee Members/Audit & Supervisory Board Members

a. Total Amount of Remuneration, etc., Paid During This Fiscal Year

	Total Amount	Fixed Remuneration		Variable Remuneration			
		Monetary Compensation				Non-monetary Compensation	
	(Millions of yen)	Base Remuneration		Performance-based Bonuses		Performance-based Stock Compensation	
		Number of People	Total Amount (Millions of yen)	Number of People	Total Amount (Millions of yen)	Number of People	Total Amount (Millions of yen)
Directors (excluding Audit & Supervisory Committee Members)	579	8	229	3	199	3	151
(Outside Directors)	(38)	(4)	(38)	(-)	(-)	(-)	(-)
Directors (Audit & Supervisory Committee Members)	64	4	64	-	-	-	-
(Outside Directors)	(43)	(3)	(43)	(-)	(-)	(-)	(-)
Audit & Supervisory Board Members	16	4	16	-	-	-	-
(Outside Audit & Supervisory Board Members)	(10)	(3)	(10)	(-)	(-)	(-)	(-)
Total	661	16	310	3	199	3	151
(Outside Officers)	(92)	(10)	(92)	(-)	(-)	(-)	(-)

- (Notes) 1. Pursuant to the resolution at the Seventeenth Ordinary General Meeting of Shareholders held on June 20, 2022, the Company transitioned from a company with an audit & supervisory board to a company with an audit & supervisory committee on the same date. The above table includes three Directors (including two Outside Directors) and four Audit & Supervisory Board Members (including three Outside Audit & Supervisory Board Members) who retired at the conclusion of the Seventeenth Ordinary General Meeting of Shareholders held on June 20, 2022.
2. There are no employees serving as Directors.
3. At the Tenth Ordinary General Meeting of Shareholders held on June 22, 2015, it was resolved that the remuneration limit for Directors before the transition to a company with an audit & supervisory committee would be 850 million yen per fiscal year (including a maximum of 60 million yen for Outside Directors), of which 400 million yen would be for base remuneration and the remaining 450 million yen would be for cash bonuses. The number of Directors as of the close of the Ordinary General Meeting of Shareholders was 10 (including three Outside Directors). It was also resolved at the Sixteenth Ordinary General Meeting of Shareholders held on June 21, 2021 that, in addition to that remuneration limit, the Company would provide monetary compensation claims for granting common stock of the Company and cash as performance-based stock compensation, with an upper limit that would be the amount obtained by multiplying 45,000 shares by the Delivery Share Price per fiscal year. The number of Directors as of the close of the Ordinary General Meeting of Shareholders was 12 (including four Outside Directors). At the Ordinary General Meetings of Shareholders for BANDAI CO., LTD. and NAMCO LIMITED (currently Bandai Namco Entertainment Inc.) held on June 23, 2005 and on June 25, 2005 respectively, it was resolved

that the remuneration limit for Audit & Supervisory Board Members shall be 8 million yen per month. The number of Audit & Supervisory Board Members as of the close of the Ordinary General Meeting of Shareholders was four.

4. At the Seventeenth Ordinary General Meeting of Shareholders held on June 20, 2022, it was resolved that the remuneration limit for Directors (excluding Audit & Supervisory Committee Members) after the transition to a company with an audit & supervisory committee would be 1.0 billion yen per fiscal year (including a maximum of 100 million yen for Outside Directors), of which 450 million yen would be for base remuneration and the remaining 550 million yen would be for cash bonuses. It was also resolved that, in addition to that remuneration limit, the Company would provide monetary compensation claims for granting common stock of the Company and cash as performance-based stock compensation, with an upper limit that would be the amount obtained by multiplying 45,000 shares by the Delivery Share Price per fiscal year. The number of Directors as of the close of the Ordinary General Meeting of Shareholders was 10 (including two Outside Directors). At the Seventeenth Ordinary General Meetings of Shareholders held on June 20, 2022, it was resolved that the remuneration limit for Audit & Supervisory Committee Members shall be 200 million yen per year. The number of Audit & Supervisory Committee Members as of the close of the Ordinary General Meeting of Shareholders was four (including three Outside Audit & Supervisory Committee Members).
  5. The above-mentioned “Delivery Share Price” is the closing price of common stock of the Company on the Tokyo Stock Exchange on the business day immediately preceding the date of the resolution at the Board of Directors Meeting to deliver the Company’s common stock related to the performance-based stock compensation plan to be held within two months from the date of the ordinary general meeting of shareholders pertaining to the evaluation fiscal year (if the Company’s shares were not traded on that day, the closing price on the last day the shares were traded prior to that).
  6. The performance-based stock compensation portion of the amount of remuneration, etc. shown in the above table shall be calculated based on the closing price of the common stock of the Company on the Tokyo Stock Exchange on March 31, 2023, and when making actual payment, the Delivery Share Price will be applied.
  7. Each Director contributes a fixed proportion of the base remuneration shown in the above table to the shareholding association for directors and officers to purchase the Company’s shares and continues to hold such shares during his or her term of office.
  8. The performance-based stock compensation shown in the above table is stated in the amount recorded as expenses in this fiscal year, 50% of which is planned to be paid in the Company’s common stock (as monetary compensation claims for the granting thereof) and the remaining 50% of which is planned to be paid in cash.
  9. The Company conducted a share split with a ratio of three shares for every one share of common stock on April 1, 2023. Accordingly, each of the upper limits for the performance-based stock compensation stated in Note 3 and Note 4 has been changed to the amount obtained by multiplying 135,000 shares by the Delivery Share Price per fiscal year, taking this share split into account.
- b. Policy and Procedures for Determining Remuneration, etc. for Directors

The details of the policy for determining remuneration, etc. for Directors are as follows:

(i) Basic policy

The basic policy of the remuneration system for Directors (excluding Audit & Supervisory Committee Members and Outside Directors) of the Company is to create a remuneration framework that promotes the Company’s continuous growth and improves the Company’s corporate value over the medium to long term by promoting the sharing of values with shareholders, ensuring objectivity and transparency so that the Company can adequately fulfill its accountability obligations, and fostering a healthy sense of entrepreneurship in the



Directors while taking into account the level of remuneration that will enable the Company to secure and retain top-grade personnel. Specifically, the remuneration framework comprises the base remuneration as fixed remuneration and performance-based bonuses and performance-based stock compensation as variable remuneration.

Remuneration for Directors, Audit & Supervisory Committee Members and Outside Directors of the Company comprises base remuneration only, considering their duties. The amount of remuneration for each of the Directors, Audit & Supervisory Committee Members is determined by deliberation among the Directors, Audit & Supervisory Committee Members, and the amount of remuneration for each Outside Director excluding Directors, Audit & Supervisory Committee Members is determined by the Board of Directors.

(ii) Fixed remuneration (base remuneration)

The base remuneration for Directors (excluding Audit & Supervisory Committee Members) of the Company is monthly fixed remuneration paid in cash, and paid within a specific time period every month with the limit of 450 million yen per year (including 100 million yen per year for Outside Directors). In addition, Directors (excluding Audit & Supervisory Committee Members and Outside Directors) of the Company contribute a fixed proportion of the base remuneration to the shareholding association for directors and officers to purchase the Company's shares.

The base remuneration for Directors, Audit & Supervisory Committee Members of the Company is monthly fixed remuneration paid in cash, and paid within a specific time period every month with the limit of 200 million yen per year.

(iii) Variable remuneration (performance-based bonuses and performance-based stock compensation)

As for variable remuneration for Directors (excluding Audit & Supervisory Committee Members and Outside Directors) of the Company, both performance-based bonuses and performance-based stock compensation use consolidated operating profit of the Group as an indicator with the aim of directly reflecting the evaluation of management efforts by the management team of the Group in the amount of remuneration to be paid.

**Performance-based bonuses**

Performance-based bonuses of the Company are calculated within a range of 0% to 200% of the predetermined base amount based on the rates of achievement of the Mid-term Plan targets, fiscal year targets, and year-on-year targets for the Group's actual consolidated operating profit, for each fiscal year, with the payment ratio changing within that range depending on the results of sustainability evaluations. If any of the rates of achievement is 50% or lower, performance-based bonuses will not be paid. The amount of performance-based bonuses will be determined within a limit of the smaller of (i) 550 million yen per year as the limit for cash bonuses or (ii) 1.5% of the "profit attributable to owners of parent for the period," and will be paid within a specific time period every year after the end of the relevant fiscal year.

Sustainability evaluations are conducted for the purpose of motivating the eligible directors to address sustainability, and the evaluations are determined by the Board of Directors by examining factors such as the results of activities for the Group's initiatives in line with its material issues (including initiatives for decarbonization) and indicators relating to employee engagement after deliberation by the Personnel Committee, which is an optional committee chaired by an independent Outside Director and of which a majority of the members are independent Outside Directors.

**Performance-based stock compensation**

The performance-based stock compensation of the Company (which corresponds to profit-related remuneration prescribed in the Corporation Tax Act) is to be paid only if the consolidated operating profit of the Group is 75 billion yen or more, and the payment ratio will be 100% if the consolidated operating profit reaches 125 billion yen (the target for the last fiscal year under the Mid-term Plan). Whether compensation is paid or not and the level of compensation are determined in each fiscal year. Under the framework, the number of reference share units is predetermined for each officer rank, and shares of common stock of the Company and cash corresponding to the number of payment share units, which are finalized based on the degree of attainment of the consolidated operating profit target, will be delivered or paid. Furthermore, the performance-based stock compensation will be paid within two months from the day following the day on which an ordinary general meeting of shareholders is held for the relevant fiscal year.

(iv) Remuneration structure

The Company determines the structure of the remuneration for its Directors (excluding Audit & Supervisory Committee Members and Outside Directors) by verifying the level of remuneration based on its performance results and objective benchmarks for the management's remuneration obtained from external specialist organizations and comprehensively taking into consideration the ratio of fixed remuneration to variable remuneration in the annual total remuneration and the proportion of medium- to long-term remuneration in variable remuneration. If the target for the last fiscal year under the Mid-term Plan is achieved, the ratio of fixed remuneration to variable remuneration in the annual total remuneration will be about 40 to 60, and the proportion of stock-based remuneration, that is, the sum of the amount contributed to the shareholding association for directors and officers (i.e., a fixed proportion of the base remuneration) and performance-based stock compensation, will be approximately 40% of annual total remuneration.

(v) Procedures for determining remuneration

The policy, framework, and performance-based mechanism for remuneration for Directors (excluding Audit & Supervisory Committee Members and Outside Directors) of the Company will be determined by the Board of Directors after deliberation by the Personnel Committee, which is an optional committee chaired by an independent Outside Director and of which a majority of the members are independent Outside Directors, in order to seek the appropriate involvement and advice of the Outside Directors.

c. Business Performance Targets, Results, and Payment Ratio, etc. Concerning Variable Remuneration for This Fiscal Year

The baseline business performance targets for consolidated operating profit for determining performance-based bonuses (the business performance corresponding to an achievement rate of 100%) were set at 100,000 million yen for the mid-term target and fiscal year target and 125,496 million yen for the year-on-year target.

Consolidated operating profit for the fiscal year ended March 31, 2023 was 116,472 million yen, and the payment ratio for the portion based on an evaluation of the consolidated operating profit of the Group, which was calculated based on the achievement rates of the baseline business performance targets for this fiscal year as described above in "b. Policy and Procedures for Determining Remuneration, etc. for Directors (iii) Variable remuneration (performance-based bonuses and performance-based stock compensation)," was 141.8%. After deliberation by the Personnel Committee (an optional committee chaired by an independent Outside Director and of which a majority of the members are independent Outside Directors), sustainability evaluations for determining changes in the payment ratio concluded that the results of activities for the Group's initiatives in line with its material

issues (including initiatives for decarbonization) and indicators relating to employee engagement, among other matters, progressed in line with the initial targets in this fiscal year and therefore no changes should be made to the payment ratio. Accordingly, the payment ratio for performance-based bonuses was 141.8%.

The baseline business performance target for consolidated operating profit for determining performance-based stock compensation was set at 125,000 million yen.

Based on the achievement rate for consolidated operating profit for the fiscal year ended March 31, 2023, the payment ratio for performance-based stock compensation was 88.7%.

d. Reason Based on Which the Board of Directors Determined That Composition of Remuneration, etc. of Individual Directors for This Fiscal Year Is Consistent with the Determination Policy

When determining the composition of remuneration, etc. of individual Directors, the Personnel Committee, an optional committee chaired by an independent Outside Director and of which a majority of the members are independent Outside Directors, has examined the original proposal from diverse viewpoints, including consistency with the determination policy, and the Board of Directors has respected the opinion of the Committee and considers that the composition of that remuneration, etc. is consistent with the determination policy.

(vii) Matters Concerning Outside Officers

a. Status of Major Concurrent Positions of Other Companies, etc. and Relationships Between Those Companies, etc. and the Company

Major concurrent positions of outside officers are as stated in “(2) Officers of the Company (i) Directors” above.

Moreover, there are no special relationships between the Company and the entities with which outside officers have concurrent positions.

b. Main Activities in This Fiscal Year

(Directors (excluding Audit & Supervisory Committee Members))

Name	Board of Directors Meetings (Held 19 times)		Main Activities (Including Overview of Duties Performed Regarding Expected Roles)
	Number of Meetings Attended	Attendance Rate	
Koichi Kawana	19	100.0%	<p>We expect that he will utilize the insight gained from his experience of being involved in management as the head of a company and his extensive experience working overseas to fulfill a role in which, from an objective standpoint independent of the management team, he proactively provides advice in a variety of contexts, including the formulation of management strategy, overseas strategy in particular, of the Company, and drives decision-making on the appointment and remuneration of the management team members that is based on objective and reasonable evaluations of their business performance.</p> <p>During this fiscal year, he fulfilled the expected roles and provided advice at Board of Directors Meetings, etc. In addition, he attended the Personnel Committee meetings held in this fiscal year as the committee chairperson and was involved in deliberations regarding the appointment and remuneration of the management team members, offering objective and reasonable opinions. Furthermore, he attended the Independent Directors Committee meeting held in this fiscal year as the chairperson, and evaluated the appropriate functioning of the Board of Directors from an objective perspective.</p>

Name	Board of Directors Meetings (Held 19 times)		Main Activities (Including Overview of Duties Performed Regarding Expected Roles)
	Number of Meetings Attended	Attendance Rate	
Toshio Shimada	19	100.0%	<p>We expect that he will utilize the insight gained from his experience of being involved in management as the head of a company and his extensive knowledge in digital technology to fulfill a role in which, from an objective standpoint independent of the management team, he proactively provides advice in a variety of contexts, including the formulation of management strategy, digital transformation (DX) strategy in particular, of the Company, and drives decision-making on the appointment and remuneration of the management team members that is based on objective and reasonable evaluations of their business performance.</p> <p>During this fiscal year, he fulfilled the expected roles and provided advice at Board of Directors Meetings, etc. In addition, he attended the Personnel Committee meetings held in this fiscal year as a committee member and was involved in deliberations regarding the appointment and remuneration of the management team members, offering objective and reasonable opinions. Furthermore, he attended the Independent Directors Committee meeting held in this fiscal year, and evaluated the appropriate functioning of the Board of Directors from an objective perspective.</p>

(Directors (Audit & Supervisory Committee Members))

Name	Board of Directors Meetings (Held 19 times)		Audit & Supervisory Board Meetings (Held 4 times)		Audit & Supervisory Committee Meetings (Held 12 times)		Main Activities (Including Overview of Duties Performed Regarding Expected Roles)
	Number of Meetings Attended	Attendance Rate	Number of Meetings Attended	Attendance Rate	Number of Meetings Attended	Attendance Rate	
Toru Shinoda	19	100.0 %	4	100.0 %	12	100.0 %	<p>Given that he has developed a mastery of audit practices over many years and is also a certified public accountant, the Company expects him to utilize his advanced knowledge and experience in accounting and auditing for the audit &amp; supervisory system of the Company.</p> <p>During this fiscal year, he fulfilled the expected roles and provided advice and proposals to ensure the appropriateness and validity of decisions of the Board of Directors and the Audit &amp; Supervisory Committee. In addition, he attended the Independent Directors Committee meeting held in this fiscal year, and evaluated the appropriate functioning of the Board of Directors from an objective perspective.</p>

Name	Board of Directors Meetings (Held 19 times)		Audit & Supervisory Board Meetings (Held 4 times)		Audit & Supervisory Committee Meetings (Held 12 times)		Main Activities (Including Overview of Duties Performed Regarding Expected Roles)
	Number of Meetings Attended	Attendance Rate	Number of Meetings Attended	Attendance Rate	Number of Meetings Attended	Attendance Rate	
Satoko Kuwabara	19	100.0 %	–	–	12	100.0 %	<p>Given that she has been successful as an attorney-at-law for many years, we expect her to utilize her advanced knowledge and experience from the perspective of legal risk for the audit &amp; supervisory system of the Company and to fulfill the role of driving objective and reasonable decision-making on the appointment and remuneration of the management team members.</p> <p>During this fiscal year, she fulfilled the expected roles and provided advice and proposals to ensure the appropriateness and validity of decisions of the Board of Directors and the Audit &amp; Supervisory Committee. In addition, she attended the Personnel Committee meetings held in this fiscal year as a committee member and was involved in deliberations regarding the appointment and remuneration of the management team members, offering objective and reasonable opinions. Furthermore, she attended the Independent Directors Committee meeting held in this fiscal year, and evaluated the appropriate functioning of the Board of Directors from an objective perspective.</p>

Name	Board of Directors Meetings (Held 19 times)		Audit & Supervisory Board Meetings (Held 4 times)		Audit & Supervisory Committee Meetings (Held 12 times)		Main Activities (Including Overview of Duties Performed Regarding Expected Roles)
	Number of Meetings Attended	Attendance Rate	Number of Meetings Attended	Attendance Rate	Number of Meetings Attended	Attendance Rate	
Takayuki Komiya	15	100.0 %	–	–	12	100.0 %	<p>Given that he has developed a mastery of accounting and tax practices over many years and is also a certified public accountant and a certified public tax accountant, the Company expects him to utilize his advanced knowledge and experience in accounting, tax affairs, and auditing for the audit &amp; supervisory system of the Company.</p> <p>During this fiscal year, he fulfilled the expected roles and provided advice and proposals to ensure the appropriateness and validity of decisions of the Board of Directors and the Audit &amp; Supervisory Committee. In addition, he attended the Independent Directors Committee meeting held in this fiscal year, and evaluated the appropriate functioning of the Board of Directors from an objective perspective.</p>

- (Note) 1. Pursuant to the resolution at the Seventeenth Ordinary General Meeting of Shareholders held on June 20, 2022, the Company transitioned to a company with an audit & supervisory committee on the same date. The above table shows the attendance at the Audit & Supervisory Board Meetings before the transition and the attendance at the Audit & Supervisory Committee Meetings after the transition.
2. Pursuant to the resolution at the Seventeenth Ordinary General Meeting of Shareholders held on June 20, 2022, Mr. Toru Shinoda retired from office as Audit & Supervisory Board Member due to the expiry of his term of office and assumed the office of Director (Audit & Supervisory Committee Member) on the same date. The number of the Board of Directors Meetings that he attended includes the number of the meetings that he had attended before he assumed the office of Audit & Supervisory Committee Member.
3. Pursuant to the resolution at the Seventeenth Ordinary General Meeting of Shareholders held on June 20, 2022, Ms. Satoko Kuwabara retired from office as Director due to the expiry of her term of office and assumed the office of Director (Audit & Supervisory Committee Member) on the same date. The number of the Board of Directors Meetings that she attended includes the number of the meetings that she had attended before she assumed the office of Audit & Supervisory Committee Member.
4. Mr. Takayuki Komiya was elected at the Seventeenth Ordinary General Meeting of Shareholders held on June 20, 2022, and thus, the number of Board of Directors Meetings on which his attendance rate is based differs from that of other Outside Directors. Board of Directors Meetings were held 15 times after he assumed the office of Director.



c. Total Amount of Remuneration, etc. Paid to Officers by the Parent Company and Subsidiaries, etc.

Not applicable.

(3) Accounting Auditors

- (i) Name: KPMG AZSA LLC
- (ii) Amount of Remuneration, etc.

	Amount of Remuneration, etc.
Amount of Remuneration, etc. for Accounting Auditors for This Fiscal Year	¥145 million
Total in Money and Other Financial Benefits to Be Paid by the Company and Its Subsidiaries to Accounting Auditors	¥343 million

- (Notes) 1. Bandai Namco Holdings USA Inc., Bandai Namco Europe S.A.S., Bandai Namco Holdings Asia Co., Ltd., Bandai Namco Holdings China Co., Ltd., and Bandai Namco Holdings UK Ltd., among major subsidiaries of the Company, are audited (within the meaning of being audited as required by the Companies Act and Financial Instruments and Exchange Act or the equivalent laws and regulations in other countries) by audit firms (including entities overseas with qualifications equivalent to those of a Japanese audit firm) other than the Company's Accounting Auditor.
- 2. Under the audit agreement between the Company and its Accounting Auditor, there is no clear distinction between the amount of remuneration, etc., for audits under the Companies Act and that under the Financial Instruments and Exchange Act; furthermore, it is practically impossible to make such distinction. Therefore, the amount of remuneration, etc. for Accounting Auditors for this fiscal year described above is the total amount of remuneration, etc. for these audits.
  - 3. The Audit & Supervisory Committee has analyzed and evaluated the audit report for the previous fiscal year, and reviewed the sufficiency of the audit plan for this fiscal year as well as the appropriateness of the time for audit planning, the staffing plan, and the hourly rate. As a result, the Audit & Supervisory Committee concluded that the Accounting Auditor remuneration is appropriate and gave its consent to the remuneration in accordance with Article 399, Paragraph 1 of the Companies Act.
  - 4. The amount of remuneration, etc. for accounting auditors for this fiscal year includes the remuneration for the audit of Bandai Namco Filmworks Inc., a subsidiary of the Company.

(iii) Non-Auditing Operations

Not applicable.

(iv) Policy on Removal or Non-Renewal of an Accounting Auditor

If the Audit & Supervisory Committee judges that action is necessary, such as in cases where the Accounting Auditor's execution of its duties is impeded, the Audit & Supervisory Committee will determine the contents of a proposal to be submitted to the General Meeting of Shareholders regarding the removal or non-renewal of the Accounting Auditor.

In addition, if any matter stipulated in the items of Article 340, Paragraph 1 of the Companies Act is deemed applicable to the Accounting Auditor, the Accounting Auditor will be removed based on the unanimous consent of all of the Audit & Supervisory Committee Members. If this occurs, an Audit & Supervisory Committee Member selected by the Audit & Supervisory Committee will report the fact of the Accounting Auditor's removal and the reason for the removal at the first General Meeting of Shareholders held after the removal.

(v) Summary of Contracts Concerning Limited Liability

Not applicable.

(vi) Summary of the Contents of the Indemnification Agreement

Not applicable.

#### (4) Basic Policy Concerning Control of the Company

##### (i) Content of Basic Policy

###### The Corporate Value of the Group

In accordance with Bandai Namco's Purpose, which is the ultimate definition of the Group, we will aim to have Bandai Namco always meet the needs of IP fans, a wide range of business partners, Group employees, and communities around the world and to foster broad, deep, and multifaceted connections.

Emerging victoriously in the global competition of the fast-changing world of entertainment requires not only construction of a solid management foundation but also the creation of entertainment constantly predicting the changes of times, environments and customers' lifestyles and preferences. Such creation is closely linked to raising the corporate value of the Company.

Therefore, in determining what and how a person or entity controlling decisions on the financial and business policies should be, the Company should take the enhancement of the corporate value into account.

###### What and How a Person or Entity Controlling Decisions on the Financial and Business Policies Should Be

We believe that a person or entity controlling decisions on financial and business policies should be one who sufficiently understands the importance of the strategy and what the Group aims to be based on our Purpose, the managerial resources, such as human resources, IP and content, that support the accomplishment of that vision and mission, and the importance of various stakeholders related to the Company, and who maximizes the corporate value of the Company and its shareholders' common interests over the medium to long term.

Therefore, we believe that, in the event that any person or entity that attempts to acquire large quantities of the Company's shares falls under any of the following and would harm the Company's corporate value for such reason, such person or entity is inappropriate to control the decisions of the Company's financial and business policies:

- Any person or entity who could clearly harm the Company's corporate value,
- Any person or entity who forces shareholders to sell their shares in a hurry by creating a disadvantageous situation if they do not accept a takeover proposal, or
- Any person or entity that does not provide the Company with the information or the time required for making decisions.

##### (ii) Details of Engagement

The Board of Directors of the Company, to whom the shareholders have entrusted the management of the Company, is engaged in the following efforts to implement the Group's basic policy.

###### Steps to Increase the Corporate Value of the Group

###### • Promoting the Mid-term Plan

From April 2022, the Group started a three-year Mid-term Plan under the Group Purpose, aiming to connect with a wide range of stakeholders including IP fans, business partners, Group employees and communities around the world on a broader, deeper, and more multifaceted level. Under the Mid-term Plan, the Group is committed to progressing toward a new stage as an entertainment corporate group and enhancing its corporate value by implementing its priority strategies, namely the IP axis strategy, personnel strategies, and sustainability, based on the Mid-term Vision to "Connect with Fans."

- **Strengthening Corporate Governance**

The president and representative director of each business management company responsible for each Unit holds concurrent positions within the Group, such as serving as a Director of the Company. This is the key measure that the Company has taken to strengthen the collaborative efforts between the holding company and the operating companies and between the operating companies and to facilitate speedier decision-making as a group. In addition, the Company transitioned from a company with an audit & supervisory board to a company with an audit & supervisory committee in June 2022, in order to strengthen its corporate governance system and further enhance corporate value through speedy decision-making and business execution. With this transition, the Company is working to strengthen management oversight functions by appointing five Outside Directors out of 14 total Directors and also making sure that all of the Outside Directors are independent Outside Directors. In addition, the Company has organized an Independent Directors Committee with the aim of evaluating the appropriate functioning of the Board of Directors from an objective perspective. The Independent Directors Committee comprises independent officers only, and its secretariat functions are entrusted to a third-party specialist organization. In this way, the Company retains a more highly effective supervisory function over the Board of Directors.
- **Promoting Efficient Management**

The Group has put in place standards for business reconstruction; it has reinforced systems for continuous monitoring in order to discern business trends more swiftly, and is making swift decisions on restructuring businesses or withdrawing from them, based on in-house indicators. In addition, the Group is working towards cost reductions by standardizing processes across the Group as a whole and is promoting managerial efficiency from various perspectives.
- **Reinforcing Personnel Strategies**

In accordance with our Purpose, the Group strives to be a corporate group with “Same Spirit, Diverse Talents,” where diverse people of different skills, individual characteristics and values can thrive. We have always focused on recruiting and promoting individuals regardless of whether they are new graduates or mid-career hires and regardless of gender, age, nationality, race, religion, sexual orientation, or other personal characteristics, in addition to which we have focused on developing various systems and environments that enable a diverse array of people to thrive and work in a way that is both physically and mentally healthy. In addition, we have promoted initiatives such as those that support challenges taken on by employees and that develop human resources who promote the IP axis strategy on a global scale, while at the same time promoting measures for new and diverse ways to work and the development of systems therefor.
- **Reinforcing Sustainability Activities**

In accordance with our Purpose, the Group will promote sustainable activities for the realization of a sustainable society with fans. In April 2021, the Group formulated the “Bandai Namco Group Sustainability Policy” to, under the IP axis strategy, work with fans to promote sustainability activities corresponding to social issues that should be addressed by the Group. In our Mid-term Plan, in which we have designated sustainability as a priority strategy, we will promote a detailed action plan to work on the material issues that we have identified as social issues that should be addressed by the Group. In addition, in order to address the problems related to the natural environment that society is faced with, we will set targets for the reduction of carbon dioxide emissions from the use of energy as well as steps to achieve them and advance our decarbonization initiatives.
- **Proactive IR Activities**

The Company discloses information in a timely and appropriate manner in accordance with the Financial Instruments and Exchange Act and rules prescribed by the Tokyo Stock Exchange.

We aim to be a highly transparent corporation that clearly provides our stakeholders, in particular our shareholders, with information concerning management strategies and business directions. The Group thus works to provide ample opportunities, for instance, company information meetings and financial information meetings, for the president and representative director and other executives of the Company to provide explanations directly to individual investors and to both Japanese and foreign institutional investors, stock analysts, etc. in order to deepen their understanding of the Group.

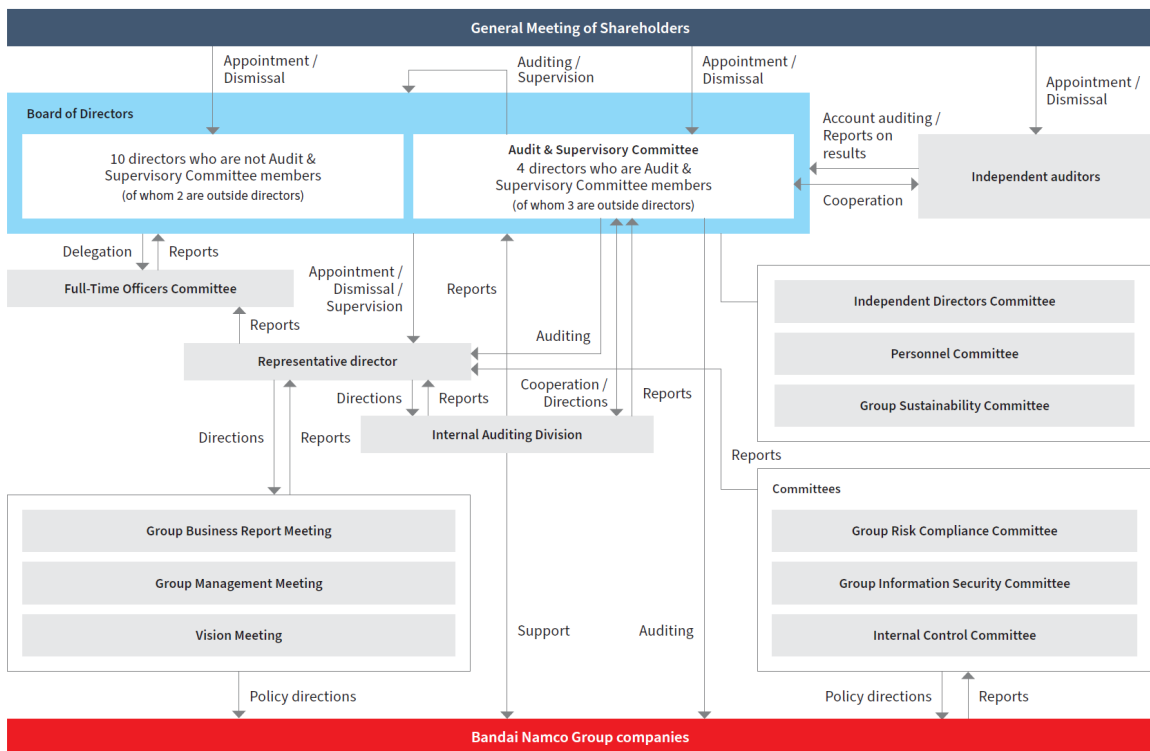
- Proactive Policy for the Return of Profits to Shareholders

The Company ranks the return of profits to shareholders as one of its highest priorities in its management. The Company aims to further strengthen the Group's competitiveness and, while maintaining a sound financial status, to achieve regular distributions of dividends and improvement in the Company's corporate value. Specifically, the Company follows a basic policy of providing a return to shareholders that targets a total return ratio of 50% or more based on stable dividend payments of 2% of DOE (dividends on equity). Under this policy, the Company strives to maintain long-term and stable dividends and be more aware of capital cost.

(Reference)

### Corporate Governance System

As of April 1, 2023



### Takeover Defense Measures

At present, the Company has not introduced any specific takeover defense measures. The Group regards implementing our management and business strategies in accordance with the measures to increase the corporate value of the Group and aiming to increase the corporate value of the Group as a whole as a substantial defense against inappropriate takeovers. That said, since we are entrusted by shareholders with the management of the Group, we will work on studying and developing a system for takeover defense, with a close eye on legal and social trends, in anticipation of situations in which an inappropriate entity or person might emerge to have decision-making power over the Company's financial and business policies. In concrete terms, in the event an inappropriate bidder emerges, the management team will not take steps to guard its own interests against the takeover offer by the bidder, but will sufficiently deliberate the matter at the Board of Directors Meetings after referring the matter to the Independent Directors Committee for their review from objective viewpoints, to enable the Company to make a judgment from the perspective of improving corporate value first. The Company will also work to collect sufficient information and secure necessary time, so as to be conducive to appropriate judgment by the shareholders.

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(Note) In this Business Report, fractional amounts less than the indicated unit amount are rounded down for sums of money and numbers of shares, while percentages and other values are rounded off to the nearest figure.

(5) Systems for Ensuring the Properness of Operations and Operating Status of the Systems  
(As of March 31, 2023)

Systems for Ensuring the Properness of Operations

The following outlines decisions regarding the basic policy for the structure of internal control systems.

- (i) Systems to Ensure that the Execution of the Duties by Directors, etc. and Employees of the Company and Its Subsidiaries Is in Compliance with the Laws and Regulations and the Articles of Incorporation
  - a. The Company shall set in place Bandai Namco's Purpose and the Group Compliance Charter, ensure that Directors and employees of the Company and its subsidiaries are familiar with them, and always pay due attention to ensure they carry out their duties lawfully and fairly.
  - b. Directors of the Company shall report periodically to the Board of Directors on the structure and operating status of internal control systems.
  - c. The Company shall install a Director in charge of compliance who is responsible for supervision of compliance overall based on its compliance regulations, and establish a structure ensuring that the Company and the entire Group abides by the law, behaves ethically, and complies with internal regulations.
  - d. Should violations of compliance or suspicions thereof occur within the Group, the Company shall immediately convene the Group Risk Compliance Committee with the Company's President and Representative Director as its chair to discuss and decide how the issue should be handled.
  - e. Overseas, an overseas regional headquarters shall be determined for each region to manage risk and support compliance.
  - f. Internal reporting systems including an internal consultation point, an external consultation point comprising external legal advisors, etc., and a hotline (by e-mail, etc.) which enables reporting directly to Directors, Audit & Supervisory Committee Members of the Company or to Audit & Supervisory Board Members of its subsidiaries shall be put in place in the Company and its major subsidiaries.
  - g. The Internal Auditing Division shall be established independently of the executive sections in the Company and its major subsidiaries to work towards maintaining the properness of execution of operations through internal audits.
- (ii) Systems for Preserving and Managing Information Related to Directors' Execution of Their Duties
  - a. The Company shall establish regulations concerning document management and ensure (i) the centralized collection and management of documents circulated for approval, minutes of several kinds of meetings, contracts and other documents and (ii) appropriate safekeeping and management of important documents in each department. The Company shall have a system to ensure that Directors may view those documents at any time.
  - b. The Company shall establish regulations concerning information security as a part of Group management. These regulations will provide for a system to ensure appropriate safekeeping and preservation of information.

- (iii) Regulations Concerning Management for Risk of Loss of the Company and Its Subsidiaries and Other Systems
  - a. The Company shall establish regulations concerning risk management and compliance as a part of Group management. Throughout the Group, we will work to prevent risk and to discover risk factors as rapidly as possible.
  - b. When risk arises, the Company shall convene the Group Risk Compliance Committee without delay to minimize the impact of risk on our business by responding to risk quickly and in an appropriate manner.
  - c. Anticipating the occurrence of situations that could cause drastic damage to the management of the Group through a major disaster or the like, the Group shall define the basic policy for a Business Continuity Plan (BCP) for the Group, and formulate a BCP for the Group and organize a Business Continuity Management (BCM) system to achieve rapid recovery and restart of operations. Directors and employees of the Company and its subsidiaries shall be made aware of this.
  
- (iv) Systems to Ensure That Directors, etc. of the Company and Its Subsidiaries Execute Their Duties Efficiently
  - a. The Company shall assign each subsidiary into Units categorized by business segment, and appoint a Director and business management company in charge of each Unit in order to improve efficiency of business operations based on the division of duties, chain of command structure, authorities and competencies, decision making frameworks and other regulations regarding structure within the Group.
  - b. The Company shall formulate a Mid-term Plan with a period of three business years for the entire Group and each Unit, and determine the budget for each business year based on those Mid-term Plans.
  - c. The Company shall establish a Full-Time Officers Committee comprising full-time Directors and delegate the authority to make decisions on the execution of certain duties from the Board of Directors to the Committee to enable swifter decision-making.
  
- (v) Systems Concerning Reporting Matters Regarding Execution of Duties of Directors, etc. of Subsidiaries to the Company
  - a. The Company shall establish meetings such as Group Business Report Meetings and Group Management Meetings, and put in place a system for reporting inside the Group and decision making.
  
- (vi) Other Systems to Ensure Proper Business Behavior by the Company and Its Subsidiaries
  - a. The Company shall revise the Group Compliance Charter as appropriate in response to revisions to laws and regulations and changes in the social context surrounding the Group, and shall ensure that the contents of the Charter are made thoroughly known to Directors, etc. and employees of the Company and its subsidiaries through distributing the Compliance Book and through training. In addition, the Company shall regularly conduct a compliance awareness survey of Directors, etc. and employees of the Company and its subsidiaries to assess the level of awareness, etc. regarding the Charter, and shall utilize the results of the survey in future compliance promotion activities.
  - b. The Company and its subsidiaries shall endeavor to improve and standardize business processes considering the importance of effectiveness and efficiency in business operations,



and shall evaluate and operate internal controls on financial reporting based on related laws and regulations, etc.

- (vii) Matters Regarding Employees Who Shall Assist the Audit & Supervisory Committee with its Duties and Matters Regarding the Independence of Such Employees from Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)
  - a. The Company shall provide a speedy response when the Audit & Supervisory Committee asks the President and Representative Director to appoint an employee who shall assist the Committee with its duties. Where that employee simultaneously works for any other section, his or her business duties pertaining to the Audit & Supervisory Committee shall take priority.
  - b. The Company shall manage personnel matters regarding such employees subject to the consent of the Audit & Supervisory Committee so as to ensure independence from the Board of Directors.
- (viii) Matters Concerning Ensuring the Effectiveness of Instructions to Employees Who Shall Assist the Audit & Supervisory Committee with its Duties
  - a. The Company shall keep Directors and employees thoroughly informed that employees who shall assist the Audit & Supervisory Committee with its duties are under the command of the Audit & Supervisory Committee.
- (ix) System for Directors (Excluding Directors Who Are Audit & Supervisory Committee Members), etc. and Employees of the Company and Its Subsidiaries to Report to the Company's Audit & Supervisory Committee
  - a. Directors (excluding Audit & Supervisory Committee Members), etc. and employees of the Company and its subsidiaries shall report to the Audit & Supervisory Committee promptly with regard to matters prescribed by laws and regulations, other matters likely to have a major impact on the Company and the Group, and matters related to the current status of internal audits and compliance.
  - b. Directors (excluding Audit & Supervisory Committee Members), etc. and employees of the Company and its subsidiaries shall report promptly and appropriately when requested to do so by the Audit & Supervisory Committee of the Company regarding the performance of their duties.
  - c. The Company shall put in place a hotline (by e-mail, etc.) to allow reports to be made directly to the Company's Directors, Audit & Supervisory Committee Members as an internal reporting system.
- (x) System for Ensuring That Persons Making Reports to the Audit & Supervisory Committee Shall Not Be Treated Disadvantageously
  - a. The Company shall prohibit the disadvantageous treatment of persons who have reported or consulted with the Audit & Supervisory Committee, and shall state that clearly in the Group Risk Compliance Regulations and make it thoroughly known to Directors, etc. and employees of the Company and its subsidiaries.

- (xi) Matters Regarding Policies Pertaining to Procedures for Advance Payments or Reimbursement of Expenses Arising in the Performance of Duties by Audit & Supervisory Committee Members and Other Payment of Expenses and Liabilities Arising in the Performance of Said Duties
  - a. The Company shall immediately pay expenses or liabilities where a Director, Audit & Supervisory Committee Member has requested advance payments or reimbursement of expenses arising in the performance of his or her duties, excluding cases where they were not considered necessary for the performance of said duties.
  
- (xii) Other Systems to Ensure the Effectiveness of Audits Conducted by the Audit & Supervisory Committee
  - a. Directors (excluding Audit & Supervisory Committee Members) of the Company shall formulate a system whereby Directors, Audit & Supervisory Committee Members can attend important meetings, and ensure that a system exists whereby they can meet periodically or on an ad hoc basis with Directors and employees and can cooperate with the Internal Audit Division and Accounting Auditors.
  - b. Subsidiaries of the Company shall install an appropriate number of Audit & Supervisory Board Members according to their scale, business category, etc., and ensure that there are systems in place wherein Audit & Supervisory Board Members of subsidiaries report periodically to the Audit & Supervisory Committee of the Company.

## Operating Status of Systems for Ensuring the Properness of Operations

The overview of the operating status of the above-mentioned systems for ensuring the properness of operations is as follows:

### 1. Overall Internal Control Systems

In order to establish and operate overall internal control systems at the Company and its subsidiaries, an Internal Control Committee established within the Company conducts regular monitoring and evaluation of internal controls and reports to the Board of Directors as internal control reports. Improvements are implemented based on these reports. The appropriateness and reliability of evaluations of internal controls are ensured by having Internal Audit Divisions established at the Company and its major subsidiaries conduct appropriate internal audits.

In order to further enhance its corporate value by carrying out swifter decision-making and business execution while strengthening the corporate governance system, the Company transitioned from a company with an audit & supervisory board to a company with an audit & supervisory committee in June 2022. With this transition, the Company is working to strengthen management oversight functions by appointing five Outside Directors out of 14 total Directors and also making sure that all of the Outside Directors are independent Outside Directors.

### 2. Compliance and Risk Management

In order to ensure abidance of laws, respect of ethical behavior, and compliance with internal regulations, the Company has set in place the Group Compliance Charter to define behavioral guidelines for Directors, etc. and employees of the Company and its subsidiaries, and is working to ensure that they are familiar with the Charter, through putting up posters and distributing a Compliance Book. In addition, the Director in charge of compliance of the Company strives to strengthen the compliance systems by carrying out management of the overall compliance of the Group and periodical training using e-learning tools and other programs. The Company also investigates the degree of actual awareness through distributing surveys on compliance awareness to all employees of the Company and its subsidiaries and strives to enhance compliance awareness by sharing the results of the survey with each subsidiary director in charge of compliance. Furthermore, the Company has established and operates a whistle-blowing system to provide a point of contact for internal and external consultations and a hotline (by e-mail, etc.) to allow direct reporting to Directors, Audit & Supervisory Committee Members of the Company or Audit & Supervisory Board Members of its subsidiaries. The Company and its major subsidiaries have also included provisions in their internal regulations to ensure the protection of whistleblowers.

For risk management, the Company and its subsidiaries have established guidelines on risk management and have formulated and operate a Business Continuity Plan (BCP) and a Business Continuity Management (BCM) system for the Group. The Company is working to ensure that Directors, etc. and employees of the Company and its subsidiaries are well aware of these guidelines and systems.

Should violations of compliance occur or risk arise, a meeting of the Group Risk Compliance Committee, chaired by the President and Representative Director, is convened immediately to ensure a quick and appropriate response. Every month, the Group Compliance Committee Secretariat reports to the Board of Directors any information on compliance and risk and how they have been managed in the Company and its subsidiaries.

### 3. Subsidiary Business Management

The Company assigns each subsidiary into three Units and five Businesses categorized by business segment, and appoints a Director and a business management company in charge of each Unit and Business in order to improve efficiency of business operations based on the division of duties, chain of command structure, authorities and competencies, decision

making frameworks and other regulations regarding structure within the Group. The Group Business Report Meetings (held four times this fiscal year) and the Group Management Meetings (held 10 times this fiscal year) are convened regularly to allow information sharing across the Group and facilitate discussions relating to various issues. The Company has also established and controls a business management system at subsidiaries, with a central role played by the Company's Corporate Planning Department, and monitors progress every month through a review of the Mid-term Plans and business performance across the Group and at each Unit and Business. In addition, the Company's Internal Auditing Division efficiently monitors the Group's internal controls through regular internal audits of the subsidiaries.

4. Execution of Duties by Directors

The Company has established the Purpose, which is the ultimate definition of the Group, the Group Compliance Charter, and the Group Rules for Executives and has disseminated these regulations to ensure that Directors carry out their duties in a fair and legal manner. The Company has appointed a number of independent Outside Directors and actively exchanged ideas with them on a variety of occasions such as at the Board of Directors Meetings and executive training sessions in order to strengthen the supervisory function of the Company. The Independent Directors Committee consisting of only independent Outside Directors evaluates the effectiveness of the Board of Directors and works on corporate governance and corporate value improvement. In this fiscal year, the Board of Directors Meetings were held 19 times and the Independent Directors Committee meeting was held once.

In addition, some of the authority for the execution of duties has been delegated from the Board of Directors to a new meeting body (Full-Time Officers Committee) from April 2022 to build a system that will enable even swifter decision-making and execution of duties in the fast-changing entertainment market.

5. Audits by the Audit & Supervisory Committee

Directors, Audit & Supervisory Committee Members of the Company attend key meetings at the Company and the major subsidiaries, including the Board of Directors Meeting and the Group Business Report Meetings, and audit the execution of duties by Directors and compliance with laws and regulations and the Articles of Incorporation. The Audit & Supervisory Committee Meetings convened 12 times this fiscal year, allowing the Directors, Audit & Supervisory Committee Members to exchange opinions and share information on important matters. The Audit & Supervisory Committee Members also meet regularly or as needed with the Directors of the Company, Internal Auditing Divisions, the Audit & Supervisory Board Members of subsidiaries and the Accounting Auditors to ensure the audits conducted by the Audit & Supervisory Committee are effective and efficient.

The Company transitioned from a company with an audit & supervisory board to a company with an audit & supervisory committee pursuant to the resolution at the Seventeenth Ordinary General Meeting of Shareholders held on June 20, 2022. During the period of this fiscal year before the transition to a company with an audit & supervisory committee, the Audit & Supervisory Board Members of the Company held Audit & Supervisory Board Meetings four times and fulfilled the above-mentioned roles.

**Consolidated Balance Sheet**

(As of March 31, 2023)

	(Millions of yen)
	Amount
<b>ASSETS</b>	
<b>Current assets</b>	
Cash and time deposits	280,226
Trade receivables and contract assets	99,007
Finished goods and merchandise	41,324
Work in process	104,835
Raw materials and supplies	6,063
Other current assets	62,266
Allowance for doubtful receivables	(1,086)
<b>Total current assets</b>	<b>592,637</b>
<b>Fixed assets</b>	
<b>Property, plant and equipment</b>	
Buildings and structures	19,174
Amusement facilities and machines	8,499
Land	46,476
Other property, plant and equipment	33,307
<b>Total property, plant and equipment</b>	<b>107,458</b>
<b>Intangible assets</b>	
Goodwill	14,561
Other intangible assets	21,622
<b>Total intangible assets</b>	<b>36,183</b>
<b>Investments and other assets</b>	
Investment securities	140,706
Deferred tax assets	27,572
Net defined benefit asset	596
Other investments and assets	21,860
Allowance for doubtful receivables	(656)
<b>Total investments and other assets</b>	<b>190,078</b>
<b>Total fixed assets</b>	<b>333,720</b>
<b>TOTAL ASSETS</b>	<b>926,358</b>

	(Millions of yen)
	Amount
<b>LIABILITIES</b>	
<b>Current liabilities</b>	
Trade payables	99,244
Short-term borrowings	10,770
Accrued income taxes	26,022
Contract liabilities	22,567
Provision for directors' bonuses	2,119
Other provision	1,958
Other current liabilities	84,638
<b>Total current liabilities</b>	<b>247,323</b>
<b>Long-term liabilities</b>	
Other provision	118
Net defined benefit liability	3,710
Deferred tax liabilities for land revaluation	199
Other long-term liabilities	22,872
<b>Total long-term liabilities</b>	<b>26,901</b>
<b>TOTAL LIABILITIES</b>	<b>274,224</b>
<b>NET ASSETS</b>	
<b>Stockholders' equity</b>	
Common stock	10,000
Capital surplus	52,897
Retained earnings	523,923
Treasury stock	(2,102)
<b>Total stockholders' equity</b>	<b>584,718</b>
<b>Accumulated other comprehensive income</b>	
Valuation difference on available-for-sale securities, net of tax	62,671
Deferred gains or losses on hedges, net of tax	(656)
Revaluation reserve for land, net of tax	(4,016)
Foreign currency translation adjustments	11,049
Remeasurements of defined benefit plans, net of tax	(1,915)
<b>Total accumulated other comprehensive income</b>	<b>67,132</b>
<b>Non-controlling interests</b>	<b>282</b>
<b>TOTAL NET ASSETS</b>	<b>652,133</b>
<b>TOTAL LIABILITIES AND NET ASSETS</b>	<b>926,358</b>

## Consolidated Statements of Operations

(From April 1, 2022 to March 31, 2023)

	(Millions of yen)	
	Amount	
<b>Net sales</b>		<b>990,089</b>
<b>Cost of sales</b>		<b>621,433</b>
<b>Gross profit</b>		<b>368,656</b>
Selling, general and administrative expenses		252,183
<b>Operating profit</b>		<b>116,472</b>
<b>Non-operating income</b>		
Interest income	1,178	
Dividend income	1,460	
Share of profit of entities accounted for using equity method	2,323	
Foreign exchange gains	5,010	
Other non-operating income	2,122	12,095
<b>Non-operating expenses</b>		
Interest expense	332	
Loss on investments in deferred compensation plan	144	
Other non-operating expenses	84	561
<b>Recurring profit</b>		<b>128,006</b>
<b>Extraordinary income</b>		
Gain on sales of shares of subsidiaries and associates	510	
Subsidies for employment adjustment and other related to COVID-19	132	
Other extraordinary income	153	796
<b>Extraordinary loss</b>		
Loss on impairment of fixed assets	1,251	
Loss on valuation of investment securities	553	
Loss on disposal of fixed assets	506	
Other extraordinary loss	276	2,587
<b>Profit before income taxes</b>		<b>126,215</b>
Income taxes - current	42,669	
Income taxes - deferred	(6,799)	35,870
<b>Profit</b>		<b>90,345</b>
Profit attributable to non-controlling interests		0
<b>Profit attributable to owners of parent</b>		<b>90,345</b>

## Consolidated Statement of Changes in Net Assets (From April 1, 2022 to March 31, 2023)

(Millions of yen)

	Stockholders' equity				
	Common stock	Capital surplus	Retained earnings	Treasury stock	Total stockholders' equity
Balance at beginning of year	10,000	52,574	482,147	(2,140)	542,581
Changes during the period					
Cash dividends			(47,310)		(47,310)
Profit attributable to owners of parent			90,345		90,345
Change in scope of consolidation			(1,258)		(1,258)
Change in scope of consolidation - foreign currency translation adjustment					-
Purchase of treasury stock				(4)	(4)
Disposal of treasury stock		323		42	365
Changes in treasury stock accompanying changes to holdings in companies to which the equity method is applied				0	0
Net changes of items other than stockholders' equity					
Total changes during the period	-	323	41,775	38	42,136
Balance at end of year	10,000	52,897	523,923	(2,102)	584,718

	Accumulated other comprehensive income						Non-controlling interests	Total net assets
	Valuation difference on available-for-sale securities, net of tax	Deferred gains or losses on hedges, net of tax	Revaluation reserve for land, net of tax	Foreign currency translation adjustments	Remeasurements of defined benefit plans, net of tax	Total accumulated other comprehensive income		
Balance at beginning of year	45,037	901	(4,016)	1,886	(2,394)	41,413	237	584,233
Changes during the period								
Cash dividends								(47,310)
Profit attributable to owners of parent								90,345
Change in scope of consolidation							44	(1,214)
Change in scope of consolidation - foreign currency translation adjustment				223		223		223
Purchase of treasury stock								(4)
Disposal of treasury stock								365
Changes in treasury stock accompanying changes to holdings in companies to which the equity method is applied								0
Net changes of items other than stockholders' equity	17,634	(1,557)	-	8,940	478	25,495	0	25,495
Total changes during the period	17,634	(1,557)	-	9,163	478	25,718	44	67,900
Balance at end of year	62,671	(656)	(4,016)	11,049	(1,915)	67,132	282	652,133



## **Notes to Consolidated Financial Statements**

All sums are shown in millions of yen and have been rounded down.

### I. Notes to Important Information Constituting the Basis for Preparation of Consolidated Financial Statements

#### 1. Information Concerning the Scope of Consolidation

##### (1) Status of Consolidated Subsidiaries:

###### (i) Total Number of Consolidated Subsidiaries:

81 companies

###### (ii) Names of Principal Consolidated Subsidiaries:

Bandai Namco Entertainment Inc., BANDAI CO., LTD., Bandai Namco Filmworks Inc., Bandai Namco Amusement Inc., Bandai Namco Holdings USA Inc., Bandai Namco Europe S.A.S., Bandai Namco Holdings Asia Co., Ltd., Bandai Namco Holdings China Co., Ltd., and Bandai Namco Holdings UK Ltd.

SUNRISE INC. has changed its name to Bandai Namco Filmworks Inc.

###### (iii) Changes in the Scope of Consolidation:

Since Bandai Namco Aces Inc. was newly established in this fiscal year, and Limbic Entertainment GmbH and SUNRISE INC. each became a subsidiary of the Company through stock acquisition in this fiscal year, these companies are now included in the scope of consolidation.

Since Bandai Namco Rights Marketing Inc., Bandai Namco Live Creative Inc., and SUNRISE Music INC., which were consolidated subsidiaries of the Company in the previous fiscal year, were merged into a consolidated subsidiary of the Company by absorption-type mergers; D3Publisher of America, Inc. transferred their shares; and Bandai Namco Toys & Hobby (Shanghai) Co., Ltd. was liquidated, they have been excluded from the scope of consolidation.

##### (2) Status of Non-Consolidated Subsidiaries:

###### (i) Names of the Principal Non-Consolidated Subsidiaries:

BANDAI LOGIPAL (H.K.) LTD.

###### (ii) Reason for Exclusion from the Scope of Consolidation:

Non-consolidated subsidiaries have been excluded from the scope of consolidation as the scale of the business conducted by each of those companies is small and the total assets, net sales, profit or loss and retained earnings, etc. corresponding to the ownership held by the Company of each non-consolidated subsidiary have no material impact on the consolidated financial statements.

#### 2. Information Concerning Application of the Equity Method

##### (1) Status of Non-Consolidated Subsidiaries and Affiliated Companies to Which the Equity Method Was Applied:

###### (i) Number of Affiliated Companies to Which the Equity Method Was Applied:

5 companies

###### (ii) Names of the Principal Affiliated Companies to Which the Equity Method Was Applied:

HAPPINET CORPORATION, Drecom Co., Ltd., and Tsuburaya Productions Co., Ltd.

(2) Status of Non-Consolidated Subsidiaries and Affiliated Companies to Which the Equity Method Was Not Applied:

(i) Name of the Principal Companies, etc.:

BANDAI LOGIPAL (H.K.) LTD.

(ii) Reason the Equity Method Was Not Applied to the Company:

The equity method was not applied to this company, because it was deemed that the exclusion of the company from the application of the equity method would have little, and no material impact on the consolidated financial statements of the Company and it seemed unimportant as a whole in consideration of the company's profit or loss and retained earnings, etc. corresponding to the Company's equity share in it.

(iii) Special Notes Regarding Procedures for Applying the Equity Method:

If any of the companies to which the equity method is applied has a closing date that differs from the consolidated closing date, then the financial statements for the fiscal year of that company are used.

3. Information Concerning the Fiscal Year, etc. for Consolidated Subsidiaries

The closing date for Bandai Namco Holdings China Co., Ltd., Bandai Namco Entertainment (Shanghai) Co., Ltd., BANDAI (SHENZHEN) CO., LTD., SUNRISE (SHANGHAI) CO., LTD., and Bandai Namco Amusement (Shanghai) Co., Ltd. is December 31, and their financial data as of that closing date is used. The closing date for BANDAI CORPORACION MEXICO, S.A. de C.V. is December 31, and its financial data is based on a provisional closing as of March 31 pursuant to procedures for the fiscal year-end closing.

Necessary adjustments on a consolidated basis are made when transactions of material importance occur between the reported closing date and the consolidated closing date.

4. Accounting Policies

(1) Valuation Basis and Methods for Significant Assets:

(i) Valuation Basis and Methods for Securities:

Available-for-sale securities:

Securities other than shares, etc. that do not have a fair value:

Stated using the fair value method. (Valuation differences are reflected directly in net assets and cost of sales is calculated using the moving average method.)

Shares, etc. that do not have a fair value:

Stated using the cost method based on the moving average method. With respect, however, to contributions to limited partnerships for investment and similar partnerships (deemed to be securities under Article 2, Paragraph 2 of the Financial Instruments and Exchange Act), these are stated by the net amount corresponding to the Company's equity share, based on the most recent available financial reports according to the date for settlement of accounts provided for in the partnership agreement.

(ii) Derivative Transactions: Stated using the fair value method.

(iii) Valuation Basis and Methods for Inventories:

Work in process, such as game software, etc.:

Stated using the cost method based on the specific-cost method. (The value stated on the balance sheet was calculated by writing down the book value based on declining profitability.)

Others:

Domestic consolidated subsidiaries:

Generally, stated using the cost method based on the average method. (The value stated on the balance sheet was calculated by writing down the book value based on declining profitability.)

Overseas consolidated subsidiaries:

Generally, stated using the lower of cost or market method based on the average method.

(2) Depreciation Methods for Significant Depreciable Assets:

(i) Property, Plant and Equipment (Exclusive of leased assets and right-of-use assets):

The Company and domestic consolidated subsidiaries:

Generally stated using the declining-balance method.

However, for buildings (excluding equipment attached thereto) acquired on or after April 1, 1998 and for part of the amusement facilities and machines, etc., the straight-line method was used.

The general useful life of property, plant and equipment is as follows:

Buildings and structures: 2 to 50 years

Amusement facilities and machines: 3 to 15 years

Overseas consolidated subsidiaries:

Stated using the straight-line method.

The general useful life of property, plant and equipment is as follows:

Buildings and structures: 3 to 50 years

Amusement facilities and machines: 4 to 25 years

(ii) Intangible Assets (Exclusive of leased assets and right-of-use assets):

Stated using the straight-line method.

The general useful life of software is as follows:

Software (used internally): 1 to 5 years

(iii) Leased Assets:

Stated using the straight-line method, with the useful life set to the lease period, for a residual value of zero.

(iv) Right-of-use assets:

Stated using the straight-line method over the shorter of the useful life or the lease period of assets.

(3) Basis of Recognition for Significant Provision:

(i) Allowance for Doubtful Receivables:

The allowance for doubtful receivables is provided for possible losses on unrecoverable receivables. For ordinary receivables, the amount of the allowance is based on the historical rate of loss. For receivables from debtors at risk of bankruptcy and receivables from debtors in bankruptcy or under reorganization, etc., the amount of the allowance is based on individually estimated unrecoverable amounts.

(ii) Provision for Directors' Bonuses:

Accrued bonuses for directors are provided based on the estimated amounts to be paid in respect of this fiscal year.

(4) Accounting Standards for Significant Income and Expense:

(i) Revenue Recognition:

The content of performance obligations and normal timing of revenue recognition for major businesses are as follows.

a. Digital Business

In the Digital Business, we mainly conduct the distribution of network content and sales of home video games.

For the distribution of network content (smartphone-based applications, etc.), in many cases, games are provided for free to customers, while items, etc. used in the game are provided at charge. The Company deems the performance obligation to be satisfied when the customer uses said items, etc. and estimates the customer's usage period, recognizing revenue over such usage period.

For sales of home video games, the Company deems the performance obligation to be satisfied and recognizes revenue at the point in time when the product is transferred to the customer. However, if there are elements not yet delivered to the customer, such as additional free downloadable content, the Company calculates the estimated sale value by referencing the selling price of similar paid downloadable content and recognizes revenue over the course of the customer's average game-playing period.

Licensing of home video games under license agreements is a grant of usage rights, and the Company deems the performance obligation to be satisfied and recognizes the minimum guarantee as revenue at the point in time when licensing starts. Royalties based on net sales are determined based on the sales, etc. of the contract partner, and revenue is recognized at the point in time when the performance obligation is deemed to be satisfied while taking into consideration the time when the royalty is accrued.

b. Toys and Hobby Business

In the Toys and Hobby Business, we mainly conduct sales of toys, capsule toys, cards, confectionery and foods, apparel, sundries, plastic models, prizes, stationary, and other products.

For such sales of goods and products, the Company deems the performance obligation to be satisfied and recognizes revenue at the point in time when the good or product is transferred to the customer.

### c. IP Production Business

In the IP Production Business, we mainly conduct the production and management of visual and music content such as animations and the management and administration of copyrights and other rights.

For contracted animation production, the Company deems the performance obligation to be satisfied and recognizes revenue at the point in time when the product is delivered to the client.

Regarding the sales of visual and music content and the like, the Company deems the performance obligation to be satisfied and recognizes revenue at the point in time when the product is transferred to the customer.

Licensing of animation and visual and music content under license agreements is a grant of usage rights, and the Company deems the performance obligation to be satisfied and recognizes the minimum guarantee as revenue at the point in time when licensing starts. Royalties based on net sales are determined based on the sales, etc. of the contract partner, and revenue is recognized at the point in time when the performance obligation is deemed to be satisfied while taking into consideration the time when the royalty is accrued.

### d. Amusement Business

In the Amusement Business, we mainly conduct the sales of amusement machines and operation of amusement facilities.

For sales of amusement machines, the Company deems the performance obligation to be satisfied and recognizes revenue at the point in time when the product is transferred to the customer.

Revenue from the operation of amusement facilities mainly arises from charges to customers to play with amusement machines, and the Company deems the performance obligation to be satisfied and recognizes revenue at the point in time when the customer starts playing.

Regarding the domestic sales of goods and products in each business, the Company applies the alternative treatment prescribed in paragraph 98 of the "Implementation Guidance on Accounting Standard for Revenue Recognition," and if the period from the time of shipment to the time when control of such goods or products is transferred to the customer is a normal period of time, the Company recognizes revenue at the time of shipment.

### (ii) Accounting of Video Game Content Production Costs:

A distinctive characteristic of video game content is the process through which the software is highly combined with the content that cannot be separated into identifiable components.

The content is considered to be an important component of each video game title, which includes the game content and visual/music data.

Once management makes a decision to go forward in distributing a title, the Company records the video game content development costs as work in process.

The capitalized production costs are amortized to cost of sales based on projected sales revenue for home video games and are amortized to cost of sales over the minimum operating period for smartphone-based applications.

(5) Significant Accounting Policies for Hedging:

(i) Accounting for Hedging:

The Company used deferred hedge accounting.

In cases where forward foreign exchange contracts meet certain hedging criteria, they are accounted for under the allocation method.

(ii) Hedging Instruments and Hedged Items:

Hedging instruments: Forward foreign exchange contracts

Hedged items: Foreign-currency-denominated assets and liabilities and scheduled transactions

(iii) Hedging Policies:

Hedging is implemented for the purpose of reducing risks arising from fluctuations in exchange rates involved in operational and financing activities.

(iv) Method of Assessing the Effectiveness of Hedging:

The Company assesses the effectiveness of hedging transactions, in principle, from the start of the transaction to the point at which effectiveness is assessed by comparing the cumulative changes in the fair value or the cumulative changes in the cash flows of the hedged item with the cumulative changes in the fair value or the cumulative changes in the cash flows of the hedging instrument.

In the event that critical terms are the same for the hedging instrument and the hedged assets, liabilities, or scheduled transaction, it is assumed that the hedge is 100% effective, so the assessment of effectiveness is not performed.

(6) Amortization of Goodwill

The Company reasonably estimates the period for which the effects of goodwill are expected to emerge and amortizes the goodwill on a straight-line basis over a fixed number of years up to 10 years.

(7) Other Important Information Constituting the Basis of Preparation of Consolidated Financial Statements

Method of Accounting for Retirement Benefits

a. Method of attributing expected retirement benefits to periods

In calculating the retirement benefit obligations, the benefit formula basis is mainly used in determining the amount of the expected retirement benefit obligations attributed to the period up to the end of this fiscal year.

b. Method of recognizing actuarial gains and losses and past service costs

Actuarial gains and losses are recognized in gain or loss in the consolidated fiscal year following the year in which a respective gain or loss arises, and are amortized proportionally on a straight-line basis over a certain period (7 to 14 years) that is within the average remaining period of service of the eligible employees.

The entire amount of past service costs is recognized in gain or loss in the fiscal year during which it arises, and is amortized on a straight-line basis over a period (10 years), which is within the average remaining years of service of the eligible employees.

c. The Company and certain consolidated subsidiaries use a simplified method in calculating net defined benefit asset, net defined benefit liability, and periodic pension cost under which retirement benefit obligations are principally based on accrued benefits at the end of the year.

## II. Notes to Changes in Accounting Policy

(Application of US GAAP Accounting Standards Update (ASU) No. 2016-02 “Leases”)

Effective from the beginning of the fiscal year ended March 31, 2023, the Company’s consolidated subsidiaries in the United States have applied US GAAP ASU No. 2016-02 “Leases.”

ASU No. 2016-02 requires the lessee to recognize both right-of-use assets, which is the right to use the underlying assets, and lease liabilities, which is the obligation to make lease payments, for all leases in principle. In applying this update, the Company used the method in which it recognizes the cumulative effect of retrospective adjustments as of the commencement date of application.

As a result of this change, in the consolidated balance sheets for this fiscal year, property, plant and equipment increased by 2,755 million yen, current liabilities increased by 681 million yen, and long-term liabilities increased by 2,073 million yen. The application of the update had only a minimal effect on operating profit, recurring profit, and profit before income taxes in the consolidated statements of operations for this fiscal year. Moreover, the application had no impact on the opening balance of retained earnings in the consolidated statement of changes in net assets for this fiscal year.

(Application of Implementation Guidance on Accounting Standard for Fair Value Measurement)

The Company has applied the “Implementation Guidance on Accounting Standard for Fair Value Measurement” (ASBJ Guidance No. 31, June 17, 2021; hereinafter the “Fair Value Measurement Implementation Guidance”) from the beginning of this fiscal year, and, in accordance with the transitional treatment provided for in paragraph 27-2 of the Fair Value Measurement Implementation Guidance, it has decided to apply the new accounting policy set out therein prospectively. There is no impact on the consolidated financial statements.

## III. Notes to Changes in Method of Presentation

(Consolidated Balance Sheet)

“Long-term borrowings” (the balance of which at the end of this fiscal year is 195 million yen), which had been stated separately in the previous fiscal year, is included in “Other long-term liabilities” under “Long-term liabilities” in this fiscal year since it is at or below one percent of the total liabilities and net assets.

(Consolidated Statements of Operations)

- (1) “Share of profit of entities accounted for using equity method,” which had been included in “Other non-operating income” under “Non-operating income” in the previous fiscal year, is stated separately starting this fiscal year since it is above 10 percent of the total non-operating income. The amount of “Share of profit of entities accounted for using equity method” for the previous fiscal year was 618 million yen.
- (2) “Provision of allowance for doubtful accounts” (the amount of this fiscal year is 23 million yen), which had been stated separately in the previous fiscal year, is included in “Other non-operating expenses” under “Non-operating expenses” in this fiscal year since it is at or below 10 percent of the total non-operating expenses.
- (3) “Gain on sales of fixed assets” (the amount of this fiscal year is 52 million yen), which had been stated separately in the previous fiscal year, is included in “Other extraordinary income” under “Extraordinary income” in this fiscal year since it is at or below 10 percent of the total extraordinary income.

In addition, “Gain on sales of shares of subsidiaries and associates,” which had been included in “Other extraordinary income” under “Extraordinary income” in the previous fiscal year, is stated separately starting this fiscal year since it is above 10 percent of the total extraordinary

income. The amount of “Gain on sales of shares of subsidiaries and associates” for the previous fiscal year was 2 million yen.

#### IV. Notes Concerning Accounting Estimates

##### Valuation of Work in Process Concerning Home Video Games before Launch at Major Domestic Development Bases

- (1) Amount recorded in the consolidated financial statements for this fiscal year:

Work in process	¥60,956 million
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- (2) Information concerning the contents of significant accounting estimates for the identified items

The value of work in process concerning home video games before launch in the Digital Business stated on the consolidated balance sheet was calculated by reducing the book value based on declining profitability and is evaluated to be the lower of the net realizable value or the book value of work in process.

The profitability of work in process is determined not to be declining when there is no change in market demand trends from initial production estimates and the production is progressing smoothly.

However, work in process that may decline in profitability is evaluated on an individual basis; in particular at the stage nearing launch when market demand trends can be better understood, work in process is evaluated individually by taking into consideration sales performance of similar game titles and sales potential based on future demand forecasts.

Estimates involving such determinations and assumptions may be affected by future demand trends and other factors; if such change in circumstances occurs, these estimates may possibly have a significant effect on the amount of work in process in the consolidated financial statements in the following consolidated fiscal year and onwards.

#### V. Notes to Consolidated Balance Sheet

1. Of trade receivables and contract assets, the amount of receivables arising from contracts with customers is as follows.

Notes receivable	¥4,726 million
Accounts receivable-trade	¥94,281 million

2. Assets Pledged as Collateral

Not applicable.

The assets deposited as a security deposit for issuance under the Payment Services Act, etc. are as follows:

“Other investments and assets” under “Investments and other assets”	¥2,417 million
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3. Amount of Accumulated Depreciation of Property, Plant and Equipment: ¥215,426 million



#### 4. Guarantee Obligations

The Company has guarantee obligations concerning obligations in leasing contracts of companies other than consolidated companies.

Bandai Namco Will Inc.	¥49 million
BANDAI LOGIPAL AMERICA, INC.	¥5,144 million
Transferee of amusement facilities business in North America	¥245 million
<hr/>	
Total	¥5,439 million

#### 5. Land Revaluation

A revaluation of land for business-use was implemented pursuant to the “Land Revaluation Act” (Act No. 34 of 1998; enacted on March 31 of that year) and the revalued difference was recorded under net assets.

##### Revaluation Method:

The fair value of land is determined based on official notice prices that are calculated by the method assessed and published by the Commissioner of the National Tax Agency. The Commissioner assesses and publishes the method to calculate land value that forms the foundation for calculating taxable value for land value tax prescribed in Article 16 of the Land Value Tax Act (Act No. 69 of 1991; enacted on May 2 of that year), as stipulated in Article 2, Item (iv) of the Order for Enforcement of the Land Revaluation Act (Cabinet Order No. 119 of 1998; enacted on March 31 of that year). Reasonable adjustments are made to the official notice prices.

##### Revaluation Date:

March 31, 2002

## VI. Notes to Consolidated Statement of Changes in Net Assets

### 1. Type and Total Number of Shares Issued as of the End of This Fiscal Year

Common stock 222,000,000 shares

(Note) The Company conducted a share split with a ratio of three shares for every one share of common stock on April 1, 2023. The above represents the number of shares before the share split.

### 2. Matters Concerning Distribution of Surplus

#### (1) Paid Dividend Amounts, etc.

Date of Resolution	Type of shares	Total amount of dividends (Millions of yen)	Dividend per share (Yen)	Date of record	Effective date
June 20, 2022, Ordinary General Meeting of Shareholders	Common stock	41,368	188	March 31, 2022	June 21, 2022
November 10, 2022, Board of Directors Meeting	Common stock	5,942	27	September 30, 2022	December 9, 2022

(Note) The Company conducted a share split with a ratio of three shares for every one share of common stock on April 1, 2023. The above-mentioned dividend per share represents the amount before the share split.

(2) Dividends with a Date of Record in This Fiscal Year But an Effective Date in the Following Consolidated Fiscal Year

Date of Scheduled Resolution	Type of shares	Total amount of dividends (Millions of yen)	Source of dividends	Dividend per share (Yen)	Date of record	Effective date
June 19, 2023, Ordinary General Meeting of Shareholders	Common stock	39,394	Retained earnings	179	March 31, 2023	June 20, 2023

(Note) The Company conducted a share split with a ratio of three shares for every one share of common stock on April 1, 2023. The above-mentioned dividend per share represents the amount before the share split.

## VII. Notes Concerning Financial Instruments

### 1. Financial Instruments

The Group manages funds by means of highly secure financial instruments only and procures funds through borrowing from banks and other financial institutions.

With regard to credit risk posed by customers with respect to trade receivables, which are operating receivables, credit information on major customers is updated at least once a year, to minimize such credit risk. Hedging is implemented as necessary through the use of forward exchange contracts for the purpose of reducing risks arising from fluctuations in exchange rates for foreign-currency-denominated operating receivables.

Shares, which are investment securities, are exposed to the risk of market price fluctuations; their fair values are checked once a quarter.

Part of trade payables, which are operating liabilities, is denominated in foreign currencies. Hedging is implemented as necessary through the use of forward exchange contracts for the purpose of reducing risks arising from fluctuations in exchange rates for foreign-currency-denominated operating liabilities.

Borrowings are implemented for the purpose of securing sufficient current liquidity. If borrowings are implemented with a floating interest rate, interest rate swap transactions will be conducted as necessary to hedge interest rate fluctuation risk.

Derivative transactions are executed and managed according to internal rules that determine trading authority and limits on amounts traded; derivatives are used in ways that minimize credit risk, and thus transactions are carried out only with highly creditworthy financial institutions.

## 2. Fair Values of Financial Instruments

The book values of financial instruments as stated in the consolidated balance sheet, their fair value as of March 31, 2023, and the difference between book value and fair value are as stated below.

Shares, etc. that do not have a market price and investments in partnerships for which the net amount of the Company's equity share in the partnerships is recorded on the balance sheet (book value stated in the consolidated balance sheet is 11,960 million yen) are not included in "Short-term investments and investment securities."

In addition, notes regarding "cash" are omitted, and notes regarding "time deposits," "trade receivables," "trade payables," "short-term borrowings" and "accrued income taxes" are omitted due to the fair value approximating the book value as they are settled in a short period of time.

	Book value stated in the consolidated balance sheet (Millions of yen)	Fair value (Millions of yen)	Difference (Millions of yen)
Short-term investments and investment securities			
1. Available-for-sale securities	117,952	117,952	—
2. Stock of affiliated companies	10,706	16,344	5,638
3. Other	86	86	—
Total assets	128,745	134,383	5,638
Derivative transactions (*)	(1,033)	(1,033)	—

(\*) Debts and credits derived from derivative transactions are stated on a net basis. Items to be recorded as net debts in the total are enclosed in brackets.

## 3. Matters Relating to the Breakdown of the Fair Value of Financial Instruments by Appropriate Classification, Etc.

The fair value of financial instruments is classified into the following three levels according to the observability and materiality of inputs used to measure fair value.

Level 1 fair value: Fair value measured using observable inputs such as quoted prices in active markets for the assets or liabilities that are the subject of the measurement.

Level 2 fair value: Fair value measured using observable inputs other than Level 1 inputs.

Level 3 fair value: Fair value measured using unobservable inputs.

If multiple inputs are used that have a significant impact to the fair value measurement, such fair value is categorized in its entirety at the level with the lowest priority in fair value measurement among levels which each input belongs to.

(1) Financial Assets and Liabilities for Which Fair Value Is Used as Book Value Stated in the Consolidated Balance Sheet

	Fair value (Millions of yen)			
	Level 1	Level 2	Level 3	Total
Short-term investments and investment securities				
Available-for-sale securities				
Stocks	117,952	—	—	117,952
Other	—	—	86	86
Derivative transactions (*)				
Currency related	—	(1,033)	—	(1,033)

(\*) Debts and credits derived from derivative transactions are stated on a net basis. Items to be recorded as net debts in the total are enclosed in brackets.

(2) Financial Assets and Liabilities for Which Fair Value Is Not Used as Book Value Stated in the Consolidated Balance Sheet

	Fair value (Millions of yen)			
	Level 1	Level 2	Level 3	Total
Short-term investments and investment securities				
Stock of affiliated companies				
Stocks	16,344	—	—	16,344

(Note) Description of the valuation techniques and inputs used to measure fair value:

Short-term investments and investment securities

Listed shares are valued using quoted prices. As listed shares are traded in active markets, their fair value is classified as Level 1.

Others are SAFE investments. Their latest fair value is estimated by taking into consideration events affecting the value of financial instruments and is classified as Level 3.

Derivative transactions

The fair value of forward exchange contracts is measured using observable inputs, such as exchange rates, and is classified as Level 2.

VIII. Notes Concerning Real Estate for Lease, etc.

1. Real Estate for Lease, etc.

The Company and some of its consolidated subsidiaries own real estate for lease, etc. (including land) in Tokyo and other regions.

2. Fair Value of Real Estate for Lease, etc.

Book value stated in the consolidated balance sheet (Millions of yen)	Fair value (Millions of yen)
34,575	33,372

(Notes) 1. The book value stated in the consolidated balance sheet is calculated by deducting accumulated depreciation from acquisition cost.

2. The fair value as of the end of this fiscal year is the amount calculated based mainly on “real property appraisal reports” prepared by external real property appraisers. However, if there is no significant fluctuation for a certain valuation or an index that is considered to appropriately reflect the fair value since the most recent evaluation, the fair value is based on the most recent evaluation.

## IX. Notes Concerning Revenue Recognition

### 1. Disaggregation of Revenue from Contracts with Customers

(Millions of yen)

	Business segment					Total
	Digital	Toys and Hobby	IP Production	Amusement	Other	
Japan	244,350	306,662	66,102	83,651	6,764	707,531
Americas	62,173	36,351	—	819	—	99,343
Europe	55,715	23,447	—	15,294	—	94,457
Asia	18,906	66,244	197	3,407	—	88,756
Revenue from contracts with customers	381,146	432,705	66,300	103,172	6,764	990,089
Revenue from other sources	—	—	—	—	—	—
Net sales to external customers	381,146	432,705	66,300	103,172	6,764	990,089

(Note) Net sales to external customers are based on the location of the Company or its consolidated subsidiaries and are recorded by country or region.

### 2. Useful Information in Understanding Revenue from Contracts with Customers

Useful information in understanding revenue from contracts with customers is as stated in “I. Notes to Important Information Constituting the Basis for Preparation of Consolidated Financial Statements, 4. Accounting Policies, (4) Accounting Standards for Significant Income and Expense.”

### 3. Useful Information in Understanding Amounts of Revenue in This Fiscal Year and Onwards

(1) Balance of Contract Assets and Contract Liabilities, etc.

(Millions of yen)

	This fiscal year
Receivables from contracts with customers (beginning balance)	122,742
Receivables from contracts with customers (ending balance)	99,007
Contract assets (beginning balance)	—
Contract assets (ending balance)	—
Contract liabilities (beginning balance)	22,912
Contract liabilities (ending balance)	22,567

Contract liabilities are mainly related to the following and are reversed upon recognition of revenue:

- advances received as consideration paid by customers within content of the Digital Business, which are recognized as revenue when the Group’s performance obligation is satisfied by the acquisition and use of such paid-for items by the customer;
- advances received for which, if there are elements not yet delivered to the customer, such as additional free downloadable content in the Digital Business, the Company calculates the estimated sale value by referencing the selling price of similar paid downloadable content and recognizes revenue over the course of the customer’s average game-playing period; and
- advances received from customers before the transfer of goods and products in the Toys and Hobby Business.

The amount of revenue that was recognized in the current fiscal year that was included in the contract liability balance at the beginning of the period is 21,239 million yen.

(2) Transaction Price Allocated to the Remaining Performance Obligations

As there were no material contracts with original expected terms of over one year, descriptions in regard thereto are omitted for the sake of practical expediency.

X. Notes Concerning Per-Share Data

1. Net assets per share	¥987.58
2. Basic earnings per share	¥136.88

(Note) The Company conducted a share split with a ratio of three shares for every one share of common stock on April 1, 2023. Net assets per share and basic earnings per share were calculated assuming that the share split was conducted at the beginning of this fiscal year.

XI. Notes Concerning Significant Subsequent Events

(Share Split and Partial Amendments to the Articles of Incorporation in Conjunction with Share Split)

The Company conducted a share split and made partial amendments to its Articles of Incorporation as of April 1, 2023 pursuant to the resolution at the meeting of the Board of Directors held on February 7, 2023.

1. Purpose of share split

In accordance with the purpose of “Fun for All into the Future,” the Bandai Namco Group aims to foster broad, deep, multifaceted connections with society and all stakeholders, such as IP fans around the world, various business partners and Group employees. The Company aims to further increase the liquidity of its shares and broaden its shareholder base in addition to connecting with shareholders in an even broader manner by lowering the price per investment unit through this share split.

2. Overview of share split

(1) Method of share split

The Company conducted a share split with a ratio of three shares for every one share of common stock held by shareholders listed or recorded on the final shareholder register on March 31, 2023, the record date.

(2) Number of shares increased by share split

Total number of issued shares before the share split (including shares of treasury stock):	222,000,000 shares
Number of shares increased by the share split (including shares of treasury stock):	444,000,000 shares
Total number of issued shares after the share split (including shares of treasury stock):	666,000,000 shares
Total number of shares authorized to be issued after the share split:	2,500,000,000 shares

(3) Timetable of share split

Date of public notice of record date:	March 13, 2023
Record date:	March 31, 2023
Effective date:	April 1, 2023

(4) Effect on per-share data

The effect of the share split on per-share data is stated in “X. Notes Concerning Per-Share Data.”

3. Partial amendments to the Articles of Incorporation in conjunction with share split

(1) Reason for the amendments

As a result of this share split, pursuant to the provisions of Article 184, Paragraph 2 of the Companies Act, the total number of shares authorized to be issued in Article 5 of the Company’s Articles of Incorporation was amended effective April 1, 2023.

(2) Detail of the amendments

The amendments are as follows:

(Amendments shown by underlines.)

Before amendments	After amendments
(Total number of shares authorized to be issued)	(Total number of shares authorized to be issued)
Article 5	Article 5
The total number of shares authorized to be issued by the Company shall be <u>1,000,000,000 shares.</u>	The total number of shares authorized to be issued by the Company shall be <u>2,500,000,000 shares.</u>

(3) Timetable for the amendments to the Articles of Incorporation

Date of resolution of the Board of Directors:	February 7, 2023
Effective date of the amendments to the Articles of Incorporation:	April 1, 2023

4. Other

(1) Change in the amount of capital

There was no change to the Company’s capital as a result of the share split.

(2) Dividends

As the effective date for this share split was April 1, 2023, the year-end dividends for the fiscal year ended March 31, 2023, the record date for which is March 31, 2023, are based on the number of shares before the share split.

There is no change to the Company’s basic policy for shareholder returns. The Company continues to rank the return of profits to shareholders as one of its highest priorities in its management. The Company aims to further strengthen the Group’s competitiveness and, while maintaining a sound financial status, to achieve regular distributions of dividends and improvement in the Company’s corporate value. Specifically, the Company follows a basic policy of providing a return to shareholders that targets a total return ratio of 50% or more based on stable dividend payments of 2% of DOE (dividends on equity). Under this policy, the Company strives to maintain long-term and stable dividends and be more aware of capital cost.

**Non-Consolidated Balance Sheet**

(As of March 31, 2023)

	(Millions of yen)
	Amount
<b>ASSETS</b>	
<b>Current assets</b>	
Cash and time deposits	99,391
Trade receivables	996
Short-term loans receivable from subsidiaries and associates	2,200
Current portion of long-term loans receivable from subsidiaries and associates	1,000
Accounts receivable-other	5,525
Income taxes receivable	6,428
Other current assets	1,869
<b>Total current assets</b>	<b>117,413</b>
<b>Fixed assets</b>	
<b>Property, plant and equipment</b>	
Buildings	742
Structures	0
Machinery and equipment	1
Tools, furniture and fixtures	448
Land	32,914
Construction in progress	29
<b>Total property, plant and equipment</b>	<b>34,136</b>
<b>Intangible assets</b>	
Software	1,049
Other intangible assets	97
<b>Total intangible assets</b>	<b>1,147</b>
<b>Investments and other assets</b>	
Investment securities	118,088
Shares of subsidiaries and associates	252,142
Long-term loans receivable from subsidiaries and associates	6,000
Other investments and assets	10,762
<b>Total investments and other assets</b>	<b>386,993</b>
<b>Total fixed assets</b>	<b>422,277</b>
<b>TOTAL ASSETS</b>	<b>539,691</b>



	(Millions of yen)
	Amount
<b>LIABILITIES</b>	
<b>Current liabilities</b>	
Short-term borrowings from subsidiaries and associates	122,284
Current portion of long-term borrowings	10,000
Accounts payable-other	3,555
Accrued income taxes	3,299
Provision for directors' bonuses	199
Provision for stock-based compensation	151
Other provision	2
Other current liabilities	1,110
<b>Total current liabilities</b>	<b>140,603</b>
<b>Long-term liabilities</b>	
Deferred tax liabilities	24,479
Accrued retirement and severance benefits	9
Guarantee deposits of subsidiaries and associates	3,464
Other long-term liabilities	1,622
<b>Total long-term liabilities</b>	<b>29,576</b>
<b>TOTAL LIABILITIES</b>	<b>170,179</b>
<b>NET ASSETS</b>	
<b>Stockholders' equity</b>	
<b>Common stock</b>	<b>10,000</b>
<b>Capital surplus</b>	
Capital reserve	2,500
Other capital surplus	173,033
<b>Total capital surplus</b>	<b>175,533</b>
<b>Retained earnings</b>	
Legal retained earnings	1,645
Other retained earnings	122,702
General reserve	10,000
Retained earnings carried forward	112,702
<b>Total retained earnings</b>	<b>124,347</b>
<b>Treasury stock</b>	<b>(2,053)</b>
<b>Total stockholders' equity</b>	<b>307,828</b>
<b>Valuation difference and foreign currency translation adjustments</b>	
Valuation difference on available-for-sale securities, net of tax	61,683
<b>Total valuation difference and foreign currency translation adjustments</b>	<b>61,683</b>
<b>TOTAL NET ASSETS</b>	<b>369,511</b>
<b>TOTAL LIABILITIES AND NET ASSETS</b>	<b>539,691</b>

**Non-Consolidated Statements of Operations**

(From April 1, 2022 to March 31, 2023)

		(Millions of yen)
		Amount
<b>Operating revenue</b>		
Dividends from subsidiaries and associates	31,637	
Business management income from subsidiaries and associates	9,622	41,260
<b>Operating expenses</b>		
General and administrative expenses		9,753
<b>Operating profit</b>		<b>31,506</b>
<b>Non-operating income</b>		
Dividend income	793	
Rent income	3,031	
Foreign exchange gains	548	
Other non-operating income	151	4,525
<b>Non-operating expenses</b>		
Interest expense	318	
Expenses related to rental assets	2,910	
Other non-operating expenses	51	3,279
<b>Recurring profit</b>		<b>32,752</b>
<b>Extraordinary loss</b>		
Loss on transfer of fixed assets	103	
Loss on disposal of fixed assets	17	120
<b>Profit before income taxes</b>		<b>32,631</b>
Income taxes - current	162	
Income taxes - deferred	153	315
<b>Profit</b>		<b>32,315</b>

## Non-Consolidated Statement of Changes in Net Assets (From April 1, 2022 to March 31, 2023)

(Millions of yen)

	Stockholders' equity									
	Common stock	Capital surplus			Retained earnings				Treasury stock	Total stockholders' equity
		Capital reserve	Other capital surplus	Total capital surplus	Legal retained earnings	Other retained earnings		Total retained earnings		
						General reserve	Retained earnings carried forward			
Balance at beginning of year	10,000	2,500	172,710	175,210	1,645	10,000	127,697	139,342	(2,091)	322,462
Changes during the period										
Cash dividends							(47,310)	(47,310)		(47,310)
Profit							32,315	32,315		32,315
Purchase of treasury stock									(4)	(4)
Disposal of treasury stock			323	323					42	365
Net changes of items other than stockholders' equity										
Total changes during the period	-	-	323	323	-	-	(14,994)	(14,994)	37	(14,633)
Balance at end of year	10,000	2,500	173,033	175,533	1,645	10,000	112,702	124,347	(2,053)	307,828

	Valuation difference and foreign currency translation adjustments		Total net assets
	Valuation difference on available-for-sale securities, net of tax	Total valuation difference and foreign currency translation adjustments	
Balance at beginning of year	44,159	44,159	366,622
Changes during the period			
Cash dividends			(47,310)
Profit			32,315
Purchase of treasury stock			(4)
Disposal of treasury stock			365
Net changes of items other than stockholders' equity	17,523	17,523	17,523
Total changes during the period	17,523	17,523	2,889
Balance at end of year	61,683	61,683	369,511

## **Notes to Non-Consolidated Financial Statements**

All sums are shown in millions of yen and have been rounded down.

### I. Notes Concerning Significant Accounting Policies

#### 1. Valuation Basis and Methods for Assets:

Valuation basis and methods for securities:

(1) Shares of Subsidiaries and Affiliated Companies:

Stated using the cost method based on the moving average method.

(2) Available-for-sale Securities:

Securities other than shares, etc. that do not have a fair value:

Stated using the fair value method. (Valuation differences are reflected directly in net assets and cost of sales is calculated using the moving average method.)

Shares, etc. that do not have a fair value:

Stated using the cost method based on the moving average method.

With respect, however, to contributions to limited partnerships for investment and similar partnerships (deemed to be securities under Article 2, Paragraph 2 of the Financial Instruments and Exchange Act), these are stated by the net amount corresponding to the Company's equity share, based on the most recent available financial reports according to the date for settlement of accounts provided for in the partnership agreement.

#### 2. Depreciation Methods for Fixed Assets:

(1) Property, Plant and Equipment:

Stated using the declining-balance method.

The general useful life of property, plant and equipment is as follows:

Buildings	3 to 18 years
Structures	3 to 10 years
Machinery and equipment	8 years
Tools, furniture and fixtures	2 to 15 years

(2) Intangible Assets:

Stated using the straight-line method.

The general useful life of software is as follows:

Software (used internally)	5 years
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#### 3. Basis of Recognition for Provision:

(1) Allowance for Doubtful Receivables:

The allowance for doubtful receivables is provided for possible losses on unrecoverable loans receivable, etc. For particular receivables such as receivables from debtors at risk of bankruptcy, etc., the amount of the allowance is based on individually estimated unrecoverable amounts.

(2) Provision for Directors' Bonuses:

The Company provides for directors' bonuses based on estimated bonus payments in this fiscal year.

(3) Provision for Stock-based Compensation:

The Company provides for expenses arising in stock remuneration to Officers based on the amount estimated to arise in this fiscal year.

(4) Accrued Retirement and Severance Benefits:

The Company provides for retirement and severance benefits for employees based on estimated retirement benefit obligations and pension plan assets as of the end of this fiscal year.

In calculating accrued retirement and severance benefits and periodic pension cost, the Company uses a simplified method under which retirement benefit obligations are principally based on accrued benefits at the end of the year.

4. Accounting Standards for Significant Income and Expense:

The Company's revenues consist of consulting fee income and dividend income received from subsidiaries.

For consulting fee income, the Company's performance obligation is to provide contracted services to each subsidiary in accordance with the terms of the relevant contracts; income and expenses are recognized at the time when the services are provided because the Company's performance obligation is satisfied at that time.

For dividend income, revenue is recognized on the effective date of such dividends.

II. Notes to Changes in Accounting Policy

(Application of Implementation Guidance on Accounting Standard for Fair Value Measurement)

The Company has applied the "Implementation Guidance on Accounting Standard for Fair Value Measurement" (ASBJ Guidance No. 31, June 17, 2021; hereinafter the "Fair Value Measurement Implementation Guidance") from the beginning of this fiscal year, and, in accordance with the transitional treatment provided for in paragraph 27-2 of the Fair Value Measurement Implementation Guidance, it has decided to apply the new accounting policy set out therein prospectively. There is no impact on the non-consolidated financial statements.

III. Notes to Changes in Method of Presentation

(Non-Consolidated Statements of Operations)

"Foreign exchange gains," which had been included in "Other non-operating income" under "Non-operating income" up to the previous fiscal year, is stated separately due to its increased materiality in this fiscal year. The amount of "Foreign exchange gains" for the previous fiscal year was 357 million yen.

"Loss on investments in capital of subsidiaries and associates" (the amount of which at the end of this fiscal year is 29 million yen), which had been stated separately up to the previous fiscal year, is included in "Other non-operating expenses" under "Non-operating expenses" due to its immateriality for this fiscal year.

IV. Notes to Non-Consolidated Balance Sheet

1. Amount of Accumulated Depreciation of Property, Plant and Equipment: ¥5,999 million

2. Guarantee Obligations

The Company has made guarantees in respect of obligations in connection with leasing contracts of an affiliated company.

Bandai Namco Will Inc. ¥49 million

3. Monetary Claims and Obligations with respect to Affiliated Companies (excluding Amounts Given in Specific Categories)

Short-term monetary claims on affiliated companies:	¥6,522 million
Short-term monetary obligations to affiliated companies:	¥2,730 million
Long-term monetary obligations to affiliated companies:	¥1,141 million

V. Notes to Non-Consolidated Statements of Operations

Transactions with affiliated companies (excluding amounts given in specific categories)

Operating Transactions:

Commission fee	¥4,338 million
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Non-operating Transactions:

Non-operating income	¥3,015 million
Non-operating expenses	¥293 million

VI. Notes to Non-Consolidated Statement of Changes in Net Assets

The total number and type of treasury stock as of the end of this fiscal year

Common stock	1,916,479 shares
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(Note) The Company conducted a share split with a ratio of three shares for every one share of common stock on April 1, 2023. The above represents the number of the shares before this share split.

VII. Notes Concerning Tax Effect Accounting

1. Main factors in the occurrence of deferred tax assets and deferred tax liabilities

The main factors in the occurrence of deferred tax assets are, among others, denial of loss on valuation of shares of subsidiaries and associates and loss on valuation of investment securities, and they were recorded net of valuation allowance. The main factor in the occurrence of deferred tax liabilities is valuation difference on available-for-sale securities, net of tax.

2. Accounting of corporate and local corporate income tax or tax effect accounting with respect thereto

The Company has adopted the group tax sharing system from this fiscal year. In addition, the Company has conducted, and makes disclosure regarding, accounting of corporate and local corporate income tax or tax effect accounting with respect thereto in accordance with the "Practical Solution on the Accounting and Disclosure Under the Group Tax Sharing System" (ASBJ PITF No. 42, August 12, 2021).

## VIII. Notes Concerning Transactions with Related Parties

### 1. Subsidiaries and Affiliated Companies, etc.

(Millions of yen)

Type	Company	Ratio of voting rights ownership	Relationship with related parties	Content	Amount	Account items	Balance as of March 31, 2023
Subsidiary	Bandai Namco Holdings USA Inc.	Holding directly 100.0%	Interlocking directorate	Borrowings (Note 1)	5,472	Short-term borrowings from subsidiaries and associates	13,576
				Payment of interest	236	Other current liabilities	231
Subsidiary	Bandai Namco Entertainment Inc.	Holding directly 100.0%	Interlocking directorate	Borrowings (Note 1)	21,171	Short-term borrowings from subsidiaries and associates	24,582
				Payment of interest	6	-	-
				Collection associated with consolidated tax payment	9,139	Accounts receivable-other	2,654
Subsidiary	BANDAI CO., LTD.	Holding directly 100.0%	Interlocking directorate	Borrowings (Note 1)	15,720	Short-term borrowings from subsidiaries and associates	24,002
				Payment of interest	4	-	-
Subsidiary	Bandai Namco Amusement Inc.	Holding directly 100.0%	Interlocking directorate	Collection of funds (Note 3)	1,000	Current portion of long-term loans receivable from subsidiaries and associates	1,000
				Receipt of interest	60	Long-term loans receivable from subsidiaries and associates	6,000
				Borrowings (Note 1)	6,052	Short-term borrowings from subsidiaries and associates	4,378
Subsidiary	Bandai Namco Studios Inc.	Holding indirectly 100.0%	-	Borrowings (Note 1)	6,693	Short-term borrowings from subsidiaries and associates	3,124
				Payment of interest	2	-	-
Subsidiary	BANDAI SPIRITS CO., LTD.	Holding directly 100.0%	Interlocking directorate	Borrowings (Note 1)	21,065	Short-term borrowings from subsidiaries and associates	34,460
				Payment of interest	6	-	-
				Collection associated with consolidated tax payment	6,306	Accounts receivable-other	139

Type	Company	Ratio of voting rights ownership	Relationship with related parties	Content	Amount	Account items	Balance as of March 31, 2023
Subsidiary	Bandai Namco Business Arc Inc.	Holding directly 100.0%	Interlocking directorate	Payment of administrative services fees (Note 4)	859	Accounts payable-other	78

Conditions of transactions and policies for determining the conditions of transactions

- (Notes) 1. The borrowings are transactions made by the cash management system (CMS); the amount stated is the average balance during this fiscal year. To clearly disclose the actual conditions of CMS transactions, the transaction net amount is shown. The interest rate on these borrowings is, based on intra-Group regulations, determined reasonably, taking into account market interest rates.
2. The commissions paid to Bandai Namco Entertainment Inc. are decided through cooperative discussion with that company, giving consideration to the total cost pertaining to the performed services and the like.
  3. Interest rates on these loans of money are determined reasonably, giving consideration to market interest rates, conditions of transactions and the like.
  4. The administrative services fees paid to Bandai Namco Business Arc Inc. are decided through cooperative discussion with that company, giving consideration to the total cost pertaining to the relevant services and the like.



2. Officers and Major Individual Shareholders, etc.

(Millions of yen)

Type	Name	Ratio of voting rights ownership	Relationship with related parties	Content	Amount	Account items	Balance as of March 31, 2023
Officer	Masaru Kawaguchi	Ownership directly 0.0%	President and Representative Director of the Company	Disposal of treasury stock accompanying contribution in kind of the monetary compensation claims (Note 1)	30	-	-
Officer	Yuji Asako	Ownership directly 0.0%	Director of the Company	Disposal of treasury stock accompanying contribution in kind of the monetary compensation claims (Note 1)	15	-	-
Officer	Nobuhiko Momoi	Ownership directly 0.0%	Director of the Company	Disposal of treasury stock accompanying contribution in kind of the monetary compensation claims (Note 1)	10	-	-
Officer	Yasuo Miyakawa	Ownership directly 0.0%	Director of the Company	Disposal of treasury stock accompanying contribution in kind of the monetary compensation claims (Note 1)	27	-	-
Officer	Kazuhiro Takenaka	Ownership directly 0.0%	Director of the Company	Disposal of treasury stock accompanying contribution in kind of the monetary compensation claims (Note 1)	24	-	-
Officer	Makoto Asanuma	Ownership directly 0.0%	Director of the Company	Disposal of treasury stock accompanying contribution in kind of the monetary compensation claims (Note 1)	15	-	-
Officer	Hiroshi Kawasaki	Ownership directly 0.0%	Director of the Company	Disposal of treasury stock accompanying contribution in kind of the monetary compensation claims (Note 1)	13	-	-
Officer	Shuji Ohtsu	Ownership directly 0.0%	Director of the Company	Disposal of treasury stock accompanying contribution in kind of the monetary compensation claims (Note 1)	15	-	-

Type	Name	Ratio of voting rights ownership	Relationship with related parties	Content	Amount	Account items	Balance as of March 31, 2023
Officer	Mitsuaki Taguchi	Ownership directly 0.0%	Director of the Company (Note 2)	Disposal of treasury stock accompanying contribution in kind of the monetary compensation claims (Note 1)	21	-	-
Officer	Satoshi Kono	Ownership directly 0.0%	Director of the Company (Note 2)	Disposal of treasury stock accompanying contribution in kind of the monetary compensation claims (Note 1)	21	-	-

- (Notes) 1. These items are due to contribution in kind of monetary compensation claims accompanying the performance-based stock compensation plan. The disposal price of treasury stock is determined based on the closing price of common stock of the Company on the Tokyo Stock Exchange on June 17, 2022 (the business day immediately preceding the date of the resolution at the Board of Directors Meeting).
2. Mr. Mitsuaki Taguchi and Mr. Satoshi Kono retired from office as Directors of the Company on June 20, 2022, and the above-mentioned transactions are those during their terms of office.

#### IX. Notes Concerning Per-Share Data

1. Net assets per share: ¥559.65
2. Basic earnings per share: ¥48.95

(Note) The Company conducted a share split with a ratio of three shares for every one share of common stock on April 1, 2023. Net assets per share and basic earnings per share were calculated assuming that the share split was conducted at the beginning of this fiscal year.

#### X. Notes Concerning Revenue Recognition

##### Useful Information in Understanding Revenue

Useful information in understanding revenue is as stated in “I. Notes Concerning Significant Accounting Policies, 4. Accounting Standards for Significant Income and Expense.”

#### XI. Notes Concerning Significant Subsequent Events

(Share Split and Partial Amendments to the Articles of Incorporation in conjunction with Share Split)  
This information is omitted because it is stated in “XI. Notes Concerning Significant Subsequent Events” in the notes to the consolidated financial statements.

## **Independent Auditor's Report**

May 17, 2023

The Board of Directors  
Bandai Namco Holdings Inc.

Tokyo Office, KPMG AZSA LLC

Naoki Matsumoto  
Designated Limited Liability Partner  
Engagement Partner  
Certified Public Accountant

Mayuka Katsuki  
Designated Limited Liability Partner  
Engagement Partner  
Certified Public Accountant

Yasuko Kawamata  
Designated Limited Liability Partner  
Engagement Partner  
Certified Public Accountant

### **Audit Opinion**

Pursuant to Article 444, paragraph (4) of the Companies Act, we have audited the consolidated financial statements of Bandai Namco Holdings Inc., which comprise the consolidated balance sheet, the consolidated statements of operations, the consolidated statement of changes in net assets and the notes to the consolidated financial statements applicable to the fiscal year from April 1, 2022 through March 31, 2023.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position and results of operations of the Group, which consisted of Bandai Namco Holdings Inc. and its consolidated subsidiaries, applicable to the fiscal year ended March 31, 2023 in accordance with accounting principles generally accepted in Japan.

### **Basis for Audit Opinion**

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company and its consolidated subsidiaries in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Japan, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Other Information**

Other information is comprised of the business reports and the supplementary schedules thereto. Management is responsible for the preparation and disclosure of such other information. The Audit & Supervisory Committee is responsible for overseeing the Directors' performance of duties within the maintenance and operation of the reporting process of other information.

Our audit opinion on the consolidated financial statements does not cover other information, and we do not provide any opinion with respect thereto.

In connection with our audit of the consolidated financial statements, our responsibility is to read through other information and, in doing so, to consider whether such other information is materially inconsistent with the consolidated financial statements or any information we have obtained in the course of auditing, and to pay attention to whether there are any indications of material misstatements in such other information other than the material inconsistencies mentioned above.

If we conclude that there is a material misstatement with respect to such other information based on the auditing we performed, we are required to report to that effect.

We have nothing to report in regard to other information.

### **Responsibilities of Management and the Audit & Supervisory Committee for the Consolidated Financial Statements**

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in Japan; this includes the maintenance and operation of internal control deemed necessary by management for the preparation and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing whether it is appropriate to prepare the consolidated financial statements with the assumption of a going concern, and in accordance with accounting principles generally accepted in Japan, for disclosing, as necessary, matters related to going concern.

The Audit & Supervisory Committee is responsible for overseeing the Directors' performance of duties within the maintenance and operation of the financial reporting process.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our responsibilities are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that expresses our opinion on the consolidated financial statements based on our audit from an independent point of view. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the decisions of users of these consolidated financial statements.

In accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit process to perform the following:

- Identify and assess the risks of material misstatement, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Selecting audit procedures to be applied is at the discretion of the auditor. Obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- When auditing the consolidated financial statements, obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances in making risk assessments, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- Evaluate the appropriateness of accounting policies used by management and their method of application, as well as the reasonableness of accounting estimates made by management and the appropriateness of related notes thereto.
- Conclude on the appropriateness of preparing the consolidated financial statements with the assumption of a going concern by management, and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the

notes to the consolidated financial statements or, if the notes to the consolidated financial statements on material uncertainty are inadequate, to express a qualified opinion with exceptions on the consolidated financial statements. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate whether the presentation of the consolidated financial statements and notes to the consolidated financial statements are in accordance with accounting standards generally accepted in Japan, as well as evaluate the presentation, structure, and content of the consolidated financial statements, including the related notes thereto, and whether the consolidated financial statements fairly present the underlying transactions and accounting events.
- Obtain sufficient and appropriate audit evidence regarding the financial information of the Company and its consolidated subsidiaries to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements. We remain solely responsible for our audit opinion.

We report to the Audit & Supervisory Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit process, and other matters required by auditing standards.

We also provide the Audit & Supervisory Committee with a statement that we have complied with relevant ethical requirements in Japan regarding independence, and communicate with them all relationships and other matters that may reasonably be deemed to bear on our independence, and where applicable, related safeguards in order to eliminate or reduce obstruction factors.

### **Conflicts of Interest**

We or engagement partners have no interests in the Company and its consolidated subsidiaries, which should be stated in compliance with the Certified Public Accountants Act.

### **Notes to the Reader of Independent Auditor's Report:**

The Independent Auditor's Report herein is the English translation of the Independent Auditor's Report as required by the Companies Act.

## **Independent Auditor's Report**

May 17, 2023

The Board of Directors  
Bandai Namco Holdings Inc.

Tokyo Office, KPMG AZSA LLC

Naoki Matsumoto  
Designated Limited Liability Partner  
Engagement Partner  
Certified Public Accountant

Mayuka Katsuki  
Designated Limited Liability Partner  
Engagement Partner  
Certified Public Accountant

Yasuko Kawamata  
Designated Limited Liability Partner  
Engagement Partner  
Certified Public Accountant

### **Audit Opinion**

Pursuant to Article 436, paragraph (2), item (i) of the Companies Act, we have audited the financial statements of Bandai Namco Holdings Inc., which comprise the non-consolidated balance sheet, the non-consolidated statements of operations, the non-consolidated statement of changes in net assets, the notes to the non-consolidated financial statements and the supplementary schedules (the "Financial Statements and Others") applicable to the 18th fiscal year from April 1, 2022 through March 31, 2023.

In our opinion, the Financial Statements and Others referred to above present fairly, in all material respects, the financial position and results of operations of the Company applicable to the fiscal year ended March 31, 2023 in accordance with accounting principles generally accepted in Japan.

### **Basis for Audit Opinion**

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements and Others section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the Financial Statements and Others in Japan, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Other Information**

Other information is comprised of the business reports and the supplementary schedules thereto. Management is responsible for the preparation and disclosure of such other information. The Audit & Supervisory Committee is responsible for overseeing the Directors' performance of duties within the maintenance and operation of the reporting process of other information.

Our audit opinion on the Financial Statements and Others does not cover other information, and we do not provide any opinion with respect thereto.

In connection with our audit of the Financial Statements and Others, our responsibility is to read through other information and, in doing so, to consider whether such other information is materially inconsistent with the Financial Statements and Others or any information we have obtained in the course of auditing, and to pay attention to whether there are any indications of material misstatements in such other information other than the material inconsistencies mentioned above.

If we conclude that there is a material misstatement with respect to such other information based on the auditing we performed, we are required to report to that effect.

We have nothing to report in regard to other information.

### **Responsibilities of Management and the Audit & Supervisory Committee for the Financial Statements and Others**

Management is responsible for the preparation and fair presentation of the Financial Statements and Others in accordance with accounting principles generally accepted in Japan; this includes the maintenance and operation of internal control deemed necessary by management for the preparation and fair presentation of the Financial Statements and Others that are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements and Others, management is responsible for assessing whether it is appropriate to prepare the Financial Statements and Others with the assumption of a going concern, and in accordance with accounting principles generally accepted in Japan, for disclosing, as necessary, matters related to going concern.

The Audit & Supervisory Committee is responsible for overseeing the Directors' performance of duties within the maintenance and operation of the financial reporting process.

### **Auditor's Responsibilities for the Audit of the Financial Statements and Others**

Our responsibilities are to obtain reasonable assurance about whether the Financial Statements and Others as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that expresses our opinion on the Financial Statements and Others based on our audit from an independent point of view. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the decisions of users of these Financial Statements and Others.

In accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit process to perform the following:

- Identify and assess the risks of material misstatement, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Selecting audit procedures to be applied is at the discretion of the auditor. Obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- When auditing the Financial Statements and Others, obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances in making risk assessments, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- Evaluate the appropriateness of accounting policies used by management and their method of application, as well as the reasonableness of accounting estimates made by management and the appropriateness of related notes thereto.
- Conclude on the appropriateness of preparing the Financial Statements and Others with the assumption of a going concern by management, and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast

significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the notes to the Financial Statements and Others or, if the notes to the Financial Statements and Others on material uncertainty are inadequate, to express a qualified opinion with exceptions on the Financial Statements and Others. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate whether the presentation of the Financial Statements and Others and notes to the Financial Statements and Others are in accordance with accounting standards generally accepted in Japan, as well as evaluate the presentation, structure, and content of the Financial Statements and Others, including the related notes thereto, and whether the Financial Statements and Others fairly present the underlying transactions and accounting events.

We report to the Audit & Supervisory Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit process, and other matters required by auditing standards.

We also provide the Audit & Supervisory Committee with a statement that we have complied with relevant ethical requirements in Japan regarding independence, and communicate with them all relationships and other matters that may reasonably be deemed to bear on our independence, and where applicable, related safeguards in order to eliminate or reduce obstruction factors.

### **Conflicts of Interest**

We or engagement partners have no interests in the Company, which should be stated in compliance with the Certified Public Accountants Act.

### **Notes to the Reader of Independent Auditor's Report:**

The Independent Auditor's Report herein is the English translation of the Independent Auditor's Report as required by the Companies Act.



## **Audit & Supervisory Committee's Report**

### **Audit Report**

We, the Audit & Supervisory Committee, have audited the execution of duties by Directors during the 18th fiscal year from April 1, 2022 to March 31, 2023. We hereby report on the method and results of the audit as follows:

#### **1. Method and Content of Audits**

With respect to the resolutions of the Board of Directors on the matters listed in Article 399-13, Paragraph 1, Items (i)(b) and (i)(c) of the Companies Act and the systems established based on such resolutions (internal control systems), the Audit & Supervisory Committee received periodic reports from Directors and employees, etc. regarding the establishment and operation status of those systems, obtained explanations thereof as necessary, expressed opinions, and conducted audits using the following methods:

- (i) We attended the meetings of the Board of Directors and other significant meetings, received reports on the execution of duties from Directors and employees, etc., obtained explanations thereof as necessary, viewed documents concerning important decisions, and investigated the conditions of operations and assets of the Company in accordance with the Audit & Supervisory Committee auditing standards, etc. set out by the Committee, following the audit policies, audit plan, assignment of duties, and other relevant matters, and cooperating with the Internal Audit Division. Regarding the Company's subsidiaries, we communicated and shared information with the Directors and the Audit & Supervisory Board Members, etc. of the subsidiaries, and received reports on their business as necessary from them.
- (ii) We further examined the content of the basic policy described in the Business Report concerning what and how a person or entity controlling decisions on the financial and business policies of the Company should be, based on the meetings of the Board of Directors and other discussions.
- (iii) We monitored and verified that the Accounting Auditor remained independent and performed audits appropriately, received reports on the execution of its duties from the Accounting Auditor and requested explanations as necessary. We were also notified that a "system for ensuring the proper execution of duties" (as per Article 131 of the Corporate Accounting Rules) was organized in accordance with "Quality Control Standards for Auditing" (October 28, 2005, Business Accounting Council), and requested explanations as necessary.

Using the aforementioned methods, we examined the Business Report and the supplementary schedules, non-consolidated financial statements (non-consolidated balance sheet, non-consolidated statements of operations, non-consolidated statement of changes in net assets, and notes thereto), their supplementary statements and consolidated financial statements (consolidated balance sheet, consolidated statements of operations, consolidated statement of changes in net assets, and notes thereto) for this fiscal year under review.

## 2. Results of the Audit

- (1) Audit Results of business reports, etc.
  - (i) We confirm that the business reports and its supplementary statements fairly represent the condition of the Company and are in conformity with the applicable laws and regulations and the Articles of Incorporation of the Company.
  - (ii) We confirm that, with respect to the execution of duties by Directors, there are no fraudulent acts, or material facts that violate applicable laws and regulations or the Articles of Incorporation.
  - (iii) We confirm that the decisions made by the Board of Directors with regard to internal control systems are proper. We recognize that there is nothing to be cited with respect to the description of those internal control systems in the business reports and the execution of duties by Directors.
  - (iv) We confirm that there is nothing to be cited in respect of the basic policy described in the business reports concerning what and how a person or entity controlling decisions on the financial and business policies of the Company should be. We confirm that actions (Article 118, Item 3-(b) of the Enforcement Ordinance of the Companies Act) described in the business reports are in accordance with this basic policy and that these actions do not damage our Group's value and shareholders' common interest, nor serve to maintain the position of the directors of the Company.
- (2) Audit Result of non-consolidated financial statements and their supplementary statements.

We confirm that the methods and the results of the audit by KPMG AZSA LLC, the Accounting Auditor of the Company, are appropriate.
- (3) Audit Result of consolidated financial statements  
We confirm that the methods and the results of the audit by KPMG AZSA LLC, the Accounting Auditor of the Company, are appropriate.

May 18, 2023

Audit & Supervisory Committee		
Bandai Namco Holdings Inc.		
Full Time Audit & Supervisory Committee Member	Masataka Nagaike	(Seal)
Full Time Audit & Supervisory Committee Member	Toru Shinoda	(Seal)
Audit & Supervisory Committee Member	Satoko Kuwabara	(Seal)
Audit & Supervisory Committee Member	Takayuki Komiya	(Seal)

(Note) 1. Audit & Supervisory Committee Members Toru Shinoda, Satoko Kuwabara, and Takayuki Komiya are Outside Directors that are provided for in Article 2, Item 15 and Article 331, Paragraph 6 of the Companies Act.

(Note) 2. While the Company has transitioned to a company with an audit & supervisory committee from a company with an audit & supervisory board pursuant to the resolution at the Seventeenth Ordinary General Meeting of Shareholders of the Company held on June 20, 2022, the results of audits regarding the status of the Company from April 1, 2022 to June 20, 2022 are based on those handed over from the former Audit & Supervisory Board of the Company.

**END**