



April 6, 2023

To whom it may concern

Company Name: Seven & i Holdings Co., Ltd.
Representative: Ryuichi Isaka
President & Representative Director
(Code No. 3382/Prime Market of the Tokyo Stock Exchange)

**Seven & i Holdings' Eight Independent Directors
Confirm Value Creation Potential of Company's Strategic Plan**

Under newly constituted Board with majority of outside directors, Seven & i Holdings is taking significant actions to accelerate profitability and growth

The eight outside directors of Seven & i Holdings Co., Ltd. (the "Company") today issued the following statement, by which they unanimously confirmed the updated "Medium-Term Management Plan" announcement on March 9, 2023:

As a follow up to the Company's announcement, we wanted to emphasize several important points, so that investors have a clear understanding of our role in the decision-making, the independence and objectivity of the Company's Group Strategy re-evaluation, our perspective on the plan and its efficacy, and our commitment to future change as members of the newly constituted Strategy Committee.

As the most important point, the Strategy Committee – consisting solely of the outside directors – has been created not only to advance the Company's strategy, but also to guide its successful execution and assess strategic options (IPO, spin-off, etc.) and recommend actions and/or changes. In that light, along with our fellow Board members, we are committed to rigorously assessing opportunities to create value for all stakeholders and adjusting our mid- and long-term strategies accordingly.

Considering the engagement with number of top shareholders, including ValueAct, the Company's newly constituted Board – consisting of a majority of outside directors – carefully considered a range of value creation opportunities, as part of its Group Strategy Reevaluation, the Board decision to add six outside directors to the Board last year was itself the outcome of sincere and thoughtful shareholder feedback and discussions.

After robust discussion and evaluation of the best medium-term strategic direction of the Company, all of the directors of the Board including the eight outside directors voted

unanimously in favor of the March 9 plan and the creation of the Strategy Committee. The plan articulates a strong focus on the successful convenience store business and aligned on a clear vision for growth by recognizing the critical contributions “food” related businesses make in a market increasingly dependent on private label and ready-to-eat meals. The growth strategy draws on our competitive strength in “food” between the convenience and superstore businesses to drive global growth across formats.

The Board will continue to review optimal group structure and strategic alternatives (IPO, spin-off, etc.) comprehensively and objectively through the Strategy Committee process. The Company has made it clear its willingness to divest non-core operations, such as its department stores.

The March 9 plan is an important step in a series of significant actions the Company has undertaken recently to enhance governance and accelerate growth:

- Appointed six new outside directors at the annual general meeting in May 2022, resulting in a board with a majority of outside directors;
- Accelerate investments in the convenience store business in line with our strategy to transform the company into a global retail group with a competitive strength in “food” at its core;
- Executed transformative acquisitions of Speedway (2021) and Sunoco (2018) and investing in the Vietnam business to expand the Company’s convenience store footprint globally;
- Restructured the business portfolio by completing the divestiture of OSHMAN'S JAPAN (2022) and Francfranc (2021), announcing the divestiture of Sogo & Seibu (2022) and Barneys Japan (today), and executing the consolidation of Ito-Yokado to focus on the most profitable locations and offerings (including store closures and full exit from apparel business¹); and
- Announced the realignment of the Company’s financial services today.

The entire Board, along with the outside directors, is committed to maximizing corporate value through the execution of the Company strategy, including driving growth in the convenience store business and restructuring the superstore business.

Moreover, the Strategy Committee of outside directors will provide active oversight and assess strategic options for the optimal course through which to create value for all stakeholders.

The outside directors of the Board are as follows:

Kunio Ito
Toshiro Yonemura
Yoshiyuki Izawa
Meyumi Yamada
Jenifer Simms Rogers
Paul Yonamine
Stephen Hayers Dacus
Elizabeth Miin Meyerdirk

End

¹ Apparel business operated by ourselves