



February 14, 2023

To Whom It May Concern

Company Name: OUTSOURCING Inc.  
Representative: Haruhiko Doi  
Chairman and CEO  
(Prime Market of TSE, Securities Code: 2427)  
Contact: Masashi Umehara  
Director and Executive  
General Manager in charge  
of Corporate Management  
Division  
Phone: +81-3-3286-4888 (main)

### **Notice Regarding Change in the Representative and Appointment of Officers**

OUTSOURCING Inc. (hereinafter, “the Company”) hereby announces that, as described in “Notice Regarding the Transition to a Company with a Nominating Committee, etc.” released on January 19, 2023, the Company plans to transition to a company with a Nominating Committee, etc., subject to approval at the 26th Ordinary General Meeting of Shareholders scheduled to be held on March 28, 2023 (hereinafter, the “General Meeting of Shareholders”). Accordingly, at the Board of Directors meeting held today, the Company decided to make a change in the Representative accompanying the transition, submit a proposal on the candidates for Director to the General Meeting of Shareholders, and submit a proposal on the candidates for executive officer to the Board of Directors meeting to be held after the General Meeting of Shareholders. The details are as follows.

#### Particulars

1. Change in the Representative (The proposal is planned to be submitted to the Board of Directors meeting to be held after the conclusion of the General Meeting of Shareholders)
  - (1) Reason for change  
To transition to a company with a Nominating Committee, etc.
  - (2) Scheduled to assume office  
Representative Executive Officer, Chairman and CEO      Haruhiko Doi (currently Chairman and CEO)
  - (3) Scheduled date of assuming office  
March 28, 2023

[Translation]

2. Candidates for Director (The proposal is planned to be submitted to the General Meeting of Shareholders)

Director	Haruhiko Doi	(Re-election)*
Director	Anne Heraty	(Re-election)
External Director	Hideo Shiwa	(Re-election)
External Director	Masaru Namatame	(Re-election)
External Director	Atsuko Sakiyama	(Re-election)
External Director	Hiroto Abe	(Re-election)
External Director	Makiko Ujiie	(Re-election)
	(Current family name: Ninagawa)	
External Director	Toshio Mukai	(New election)
External Director	Azuma Inoue	(New election)
External Director	Hiroshi Kizaki	(New election)
External Director	Kenichi Fujita	(New election)
External Director	Hiroko Ozawa	(New election)

Directors with \* are scheduled to serve concurrently as executive officers.

3. Retiring Directors

Kazuhiko Suzuki	(currently Senior Executive Director)
Masashi Umehara	(currently Director)
Masashi Fukushima	(currently Director)
Franciscus van Gool	(currently Director)
Yasuharu Toyoda	(currently External Director)
Hideyo Nakano	(currently External Director)
Ichiro Otani	(currently External Director)
Hiroshi Otaka	(currently External Director)

4. Candidates for Members of Each Committee (The proposal is planned to be submitted to the Board of Directors meeting to be held after the conclusion of the General Meeting of Shareholders)

(1) Nominating Committee

External Director	Hiroto Abe	(Chairperson)
External Director	Atsuko Sakiyama	
External Director	Hideo Shiwa	
Director	Haruhiko Doi	
Director	Anne Heraty	

[Translation]

(2) Compensation Committee

External Director	Atsuko Sakiyama	(Chairperson)
External Director	Hiroto Abe	
External Director	Masaru Namatame	
External Director	Makiko Ujiie	
	(Current family name: Ninagawa)	
Director	Haruhiko Doi	

(3) Audit Committee

External Director	Masaru Namatame	(Chairperson)
External Director	Hideo Shiwa	
External Director	Azuma Inoue	
External Director	Hiroshi Kizaki	
External Director	Toshio Mukai	

5. Candidates for Executive Officer (The proposal is planned to be submitted to the Board of Directors meeting to be held after the conclusion of the General Meeting of Shareholders)

Representative Executive Officer, Chairman and CEO	Haruhiko Doi	(currently Chairman and CEO)*
Executive Vice President	Masashi Fukushima	(currently Director)
Senior Managing Executive Officer	Kazuhiko Suzuki	(currently Senior Executive Director)
Senior Managing Executive Officer	Franciscus van Gool	(currently Director)
Senior Managing Executive Officer	Lorna Conn	(currently CEO, CPL RESOURCES LIMITED)
Executive officer	Masashi Umehara	(currently Director)

Executive officers with \* are scheduled to serve concurrently as Directors.

[Translation]

<Career summary of candidates for Director to be newly elected>

Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
Toshio Mukai (February 9, 1955)	<p>Apr. 1978    Joined MITSUI &amp; CO., LTD.</p> <p>Apr. 2006    General Manager, Operation Process Control Department, MITSUI &amp; CO., LTD.</p> <p>Apr. 2007    SVP &amp; CFO, MITSUI &amp; CO. (U.S.A.), INC.</p> <p>June 2010    Internal Auditor, Internal Auditing Division, MITSUI &amp; CO., LTD.</p> <p>Apr. 2012    Corporate Officer, General Manager, Accounting, Nihon Unisys, Ltd. (currently BIPROGY Inc.)</p> <p>June 2014    Director, Senior Corporate Officer</p> <p>Apr. 2016    Representative Director, Executive Corporate Officer</p> <p>June 2020    Senior Executive Advisor (present position)</p>	0

Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
Azuma Inoue (November 8, 1958)	<p>Oct. 1990    Joined Asahi Shinwa &amp; Co. (currently KPMG AZSA LLC)</p> <p>Aug. 1994    Registered as a certified public accountant</p> <p>May 2001    Partner, Asahi &amp; Co. (currently KPMG AZSA LLC)</p> <p>May 2006    Representative partner (currently Partner)</p> <p>July 2010    Executive Board Member of The Japanese Institute of Certified Public Accountants</p> <p>July 2021    Representative, Azuma Inoue Certified Public Accountant Office (present position)</p> <p>July 2021    Audit &amp; Supervisory Board Member, NHK Promotions Inc. (present position)</p> <p>June 2022    External Director, DAI-ICHI HOKI CO., LTD. (present position)</p>	0

[Translation]

Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
Hiroshi Kizaki (February 2, 1959)	Apr. 1981    Joined Mitsubishi Corporation	
	Oct. 2000    Director and President, Mitsubishi Corporation Finance PLC	
	Apr. 2004    Assistant to Officer in charge of Corporate (in charge of personnel affairs), Mitsubishi Corporation	
	July 2008    CFO and SVP in charge of Corporate Staff Division, Mitsubishi International Corporation	
	Apr. 2011    General Manager, Consolidated IT Planning Division, Mitsubishi Corporation	0
	Apr. 2012    Administrative General Manager, Global Environment & Infrastructure Business Group	
	Apr. 2015    Registered as a certified public accountant	
	June 2015    Full-time Audit & Supervisory Board Member, Mitsubishi Corporation	
	June 2019    Full-time Audit & Supervisory Board Member, Mitsubishi Shokuhin Co., Ltd.	

[Translation]

Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
Kenichi Fujita (March 18, 1959)	Apr. 1983    Joined ALPS ELECTRIC CO., LTD. (currently ALPS ALPINE CO., LTD.)	0
	Oct. 1987    Director, Alpine electronics GmbH	
	May 1997    General Manager of Corporate Strategy and Principal Consultant, Sanwa Research Institute Corp. (currently Mitsubishi UFJ Research and Consulting Co., Ltd.)	
	Apr. 2007    Representative Director and CEO, Siemens VDO Automotive Corporation (currently Continental Automotive Japan)	
	Oct. 2009    Energy Sector Business Development Director, Siemens AG	
	Oct. 2011    Senior Executive Officer, Energy Sector Lead, Siemens Japan K.K. (currently Siemens Healthcare K.K.)	
	Oct. 2014    Senior Executive Officer, General Manager of Power & Gas Business Division, General Manager of Power Generation Service Business Division, and General Manager of Wind Power & Renewable Energy Business Division	
	Oct. 2016    Representative Director and CEO, General Manager of Power & Gas Business Division, General Manager of Power Generation and Service Business Division, Siemens K.K.	
	Mar. 2018    General Manager of Energy Management Business Division and General Manager of Mobility Business Division	
	Feb. 2020    Director, Siemens Healthcare K.K.	
	Oct. 2020    Representative Director and Chairman, Siemens K.K.	
	Jan. 2021    Representative Director and President, K-BRIC, Ltd. (currently K-BRIC&Associates, Ltd.) (present position)	
	Mar. 2021    Outside Director, ENECHANGE Ltd. (present position)	

[Translation]

Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
Hiroko Ozawa (December 15, 1961)	Apr. 1985    Joined Sony Corporation (currently Sony Group Corporation)	0
	Aug. 1991    Personal Audio Product Manager, Sony Deutschland GmbH	
	Dec. 1997    Overseas Marketing Division, Sony Corporation (currently Sony Group Corporation)	
	Aug. 1999    Event & Sports Entertainment Promotion Division	
	July 2001    Seconded to Sony Pictures Entertainment (Japan) Inc.	
	Sept. 2007    Seconded to AXN Japan Co., Ltd. (currently AXN Co., Ltd.), Vice President and General Manager	
	Oct. 2008    Seconded to Mystery Channel Co., Ltd. (currently AXN Co., Ltd.), Vice President and General Manager (concurrent with the above position)	
	June 2015    External Director, Animax Broadcast Japan Inc. (concurrent with the above position)	
	Oct. 2015    Seconded to STAR CHANNEL, INC., Representative Director and Vice President	
	Nov. 2018    Vice President, Sony Pictures Entertainment (Japan) Inc.	
	June 2021    External Director, Nojima Corporation	
	May 2022    External Director, PR TIMES Inc. (present position)	
	June 2022    Director, Cecile Co., Ltd. (present position)	