



May 17, 2023

Dear All,

**Notice Concerning Appointment of Board Members
After the Transition to a Company with an Audit and Supervisory Committee**

At the Board Meeting held today, ZOZO, Inc. (hereinafter, referred to as the “Company”) resolved to transition to a company with an Audit and Supervisory Committee (hereinafter, referred to as the “Transition”), subject to approval at the Company’s 25th Ordinary General Meeting of Shareholders scheduled on June 28, 2023 (hereinafter, referred to as the “Shareholders Meeting”), and submit a proposal for the partial amendment to the Articles of Incorporation to the Shareholders Meeting (Please refer to the Company’s “Notice Concerning the Transition to a Company with an Audit and Supervisory Committee and Partial Amendment to the Articles of Incorporation” dated today). In addition, the Company made a resolution at today’s Board Meeting, to submit a proposal regarding board members’ appointment after the Transition to the Shareholders Meeting.

1. Director Candidates (excluding Directors who are members of the Audit and Supervisory Committee)
(To be proposed at the Shareholders Meeting)

Name	New Position	Current Position
Kotaro Sawada	Representative Director, President & CEO	Same as the left
Koji Yanagisawa	Director, Executive Vice President & CFO	Same as the left
Fuminori Hirose	Director, COO	Same as the left
Takao Ozawa	Director	Same as the left
Yuko Nagata	Director	-
Kazunori Hotta	Outside Director	Same as the left
Taro Saito	Outside Director	Same as the left
Takako Kansai	Outside Director	-

(Reference) Summary background of newly appointed Director candidates (excluding Directors who are members of the Audit and Supervisory Committee)

Name (Date of Birth)	Biographies
Yuko Nagata (November 22, 1978)	April 2003 NTT FACILITIES, INC.
	May 2004 Ynot Inc. (Later, absorbed by Rakuten, Inc.)
	June 2005 Business Manager of Gift Service Business, Rakuten, Inc.
	May 2011 e-business manager of Professional Production Division, NIHON L'ORÉAL K.K.
	April 2018 CEO's Business Promotion Office, Yahoo Japan

	April 2023	Corporation Corporate Officer, Z Holdings Corporation Co-CEO Business Control Manager (to present)
	April 2023	EVP, Corporate Officer, General Manager of Marketing Division, Yahoo Japan Corporation (to present)
Takako Kansai (April 1, 1979)	April 2001	Joined Nikkei Business Publications, Inc.
	September 2004	Joined KBMJ Inc. (currently Appirits Inc.)
	August 2008	Joined User Local, Inc.
	September 2012	Representative Director, Zaim Inc. (to present)
	November 2018	Director, Da Vinci Studio Co., Ltd. (to present)
	April 2021	Outside Director, ROLLCAKE Inc. (to present)
	May 2023	Executive Officer, Kufu Company Inc. (to present)

2. Director Candidates (who are members of Audit and Supervisory Committee)

(To be proposed at the Shareholders Meeting)

Name	New Position	Current Position
Hiroko Igarashi	Director, Audit and Supervisory Committee Member (Full-time)	Outside Audit & Supervisory Board Member (Full-time)
Junko Utsunomiya	Director, Audit and Supervisory Committee Member (Outside)	Outside Audit & Supervisory Board Member (Part-time)
Kumiko Nishiyama	Director, Audit and Supervisory Committee Member (Outside)	-

(Reference) Summary background of newly appointed Director candidate (who is a member of the Audit and Supervisory Committee)

Name (Date of Birth)	Biographies	
Kumiko Nishiyama (March 10, 1964)	April 1987	Joined Fukuda Law Office
	October 1992	Joined Inoue Saito Eiwa Audit Corporation (currently KPMG AZSA LLC)
	April 1998	Registered as a certified public accountant
	April 1998	Joined Chuo Aoyama Audit Corporation
	July 2004	Secondment to Chuo Aoyama Sustainability Certification Organization Co. Ltd.
	July 2006	Director, Chuo Aoyama Sustainability Certification Organization Co. Ltd.
	July 2007	Joined PricewaterhouseCoopers Arata (currently Pricewaterhouse Coopers Arata LLC), Secondment to Arata Sustainability Certificate Organization
	October 2012	Joined ShinNihon Audit Firm (currently Ernst & Young ShinNihon LLC)

	May 2023	Head of Nishiyama Certified Public Accountant Office (to present)
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3. Director Candidate (who is Substitute Audit and Supervisory Committee Member)

(To be proposed at the Shareholders Meeting)

Name	New Position	Current Position
Shichiro Hattori	Director, Substitute Audit and Supervisory Committee Member (Outside)	Substitute Audit & Supervisory Board Member

4. Retiring Directors

(At the conclusion of the Shareholders Meeting)

Name	New Position	Current Position
Kentaro Kawabe	-	Director
Koji Ono	-	Outside Director

5. Retiring Auditor

(At the conclusion of the Shareholders Meeting)

Name	New Position	Current Position
Junichi Motai	-	Outside Audit & Supervisory Board Member (Part-time)

DISCLAIMER:

This document is summary translation of Japanese version. All readers are recommended to refer the original Japanese version for complete information. In the event of any discrepancy, errors and/or omissions, the Japanese version shall prevail.