

May 15, 2020

FANCL Corporation
TSE 1st Section: 4921

Notice regarding changes to board members

Yokohama, May 15, 2020— At a board meeting held today, FANCL Corporation resolved to implement changes to board members. Details are as follows.

Director candidates and corporate auditor candidates are scheduled to be officially appointed by resolution of the 40th Annual General Meeting of Shareholders scheduled to be held on June 20, 2020, and the Meeting of the Board of Directors scheduled on the same day.

1. Board member changes

The number of outside directors will be increased to reinforce the management oversight function of the Board of Directors, and the number of corporate auditors will be increased to further strengthen and enhance the audit structure

2. Details of changes

(1) Director candidates

Scheduled for discussion at Annual General Meeting of Shareholders on June 20, 2020

Name	Appointment type	New position	Former position
Kazuyuki Shimada	Re-appointment	President & CEO, Representative Director	President & CEO, Representative Director
Tomochika Yamaguchi	Re-appointment	Representative Director, Senior Managing Director, Domestic Sales, General Manager of Store Sales Division	Representative Director, Senior Managing Director, Store Sales & Wholesale*, General Manager of Store Sales Division
Akihiro Yanagisawa	<u>New appointment</u>	<u>Executive Managing Director</u> President, Representative Director of FANCL B&H CORPORATION	Senior Executive Officer President, Representative Director of FANCL B&H CORPORATION
Yasushi Sumida	<u>New appointment</u>	<u>Executive Managing Director</u> General Manager of FANCL Research Institute	Senior Executive Officer General Manager of FANCL Research Institute
Shinro Fujita	<u>New appointment</u>	<u>Executive Director</u> General Manager of Synergy Strategy Division	Senior Executive Officer General Manager of Synergy Strategy Division

*Scheduled to shift to Domestic Sales role from June 1.

Name	Appointment type	New position	Former position
Mitsuaki Nakakubo	Re-appointment	Outside Director (Independent Officer)	Outside Director (Independent Officer)
Keiichiro Hashimoto	<u>New appointment</u>	<u>Outside Director (Independent Officer)</u>	-
Akira Matsumoto	<u>New appointment</u>	<u>Outside Director (Independent Officer)</u>	-
Junko Tsuboi	<u>New appointment</u>	<u>Outside Director</u>	-

(Reference) Background of outside director candidates

Name Keiichiro Hashimoto
Date of birth October 20, 1951
Background April 1974 Joined the Mitsubishi Bank, Ltd. (currently MUFG Bank, Ltd.)
June 2001 General Manager of International Business Division of Bank of Tokyo-Mitsubishi, Ltd. (currently MUFG Bank, Ltd.)
June 2003 Member of the Board, Executive Vice President and Chief Financial Officer of Mitsubishi Motors Corporation
June 2005 Senior Managing Director of SEGA SAMMY HOLDINGS INC.
June 2010 Chairman and CEO of Metropolitan Expressway Company Limited
May 2014 Member of the Board, Executive Vice President, COO of Shioya Tochi Co., Ltd.
June 2015 Audit & Supervisory Board Member of Higashi-Nippon Bank (Current position; scheduled to retire in June 2020)
April 2019 Vice Chairman & President of KEIZAI DOYUKAI (Japan Association of Corporate Executives) (Current position)
June 2020 Outside Audit & Supervisory Board Member of MAEDA ROAD CONSTRUCTION Co., Ltd (Scheduled to be appointed)

Name Akira Matsumoto
Date of birth April 21, 1971
Background April 1994 Entered Sumitomo Bank, Ltd. (Currently Sumitomo Mitsui Banking Corporation)
October 1999 Entered KPMG Century Audit Corporation (Currently KPMG AZSA LLC)
April 2003 President & Representative Director of MIT Corporate Advisory Services Co., Ltd. (Current position)

Name Junko Tsuboi
Date of birth August 8, 1962
Background April 1985 Entered Kirin Brewery Company, Limited (Currently Kirin Holdings Company)
March 2005 General Manager of Public Relations Department of Kirin Beverage Company, Limited
March 2010 Representative Director and President & CEO of Yokohama Akarenga Inc.
March 2012 General Manager of CSR Management Department and General Manager of Corporate Communications Department of Kirin Holdings Company
January 2013 General Manager of Strategic Branding Department, CSV Division of Kirin Company Limited
March 2014 Executive Officer, General Manager of Strategic Branding Department, CSV Division of Kirin Company Limited
April 2016 Executive Officer, General Manager of Strategic Branding Department of Kirin Company Limited
March 2019 Senior Executive Officer, and General Manager of Strategic Branding Department of Kirin Holdings Company, Limited (Current position)

(2) Retiring directors

As of the closing of the General Meeting of Shareholders on June 20, 2020

Executive Managing Director Toru Tsurusaki
Executive Director Yukihiro Ishigami
Outside Director Norito Ikeda
Outside Director Katsunori Koseki

(3) Corporate auditor candidates

Scheduled for discussion at Annual General Meeting of Shareholders on June 20, 2020

Name	Appointment type	New position	Former position
Seiichiro Takahashi	Re-appointment	Audit & Supervisory Board Member	Audit & Supervisory Board Member
Naoya Maruo	<u>New appointment</u>	<u>Audit & Supervisory Board Member</u>	Corporate Advisor

(4) Executive officer promotions

As of June 20, 2020

Name	New position	Former position
Junji Nagasaka	Senior Executive Officer General Manager of Administration Headquarters	Executive Officer General Manager of Group Support Division*
Nobuyuki Uematsu	Senior Executive Officer General Manager of Information Technology Division	Executive Officer General Manager of Information Technology Division
Akiko Matsugaya	Senior Executive Officer General Manager of FANCL College	Executive Officer General Manager of FANCL College

*The organization name is scheduled to change to the Administration Headquarters as of June 1.

(5) New executive officer appointments

As of June 20, 2020

Name	New position	Former position
Kengo Muraoka	<u>Executive Officer</u> General Manager of Business Planning Division Department Manager of Business Planning Department	General Manager of Business Planning Division Department Manager of Business Planning Department

(Reference) Structure of Board of Directors as of June 20, 2020 (scheduled)

FANCL Corporation

Board of Directors

Name	Position	Responsibilities
Kazuyuki Shimada	President & CEO, Representative Director	-
Tomochika Yamaguchi	Representative Director, Senior Managing Director	Domestic Sales General Manager of Store Sales Division
Akihiro Yanagisawa	Executive Managing Director	President, Representative Director of FANCL B&H Corporation
Yasushi Sumida	Executive Managing Director	General Manager of FANCL Research Institute
Shinro Fujita	Executive Director	General Manager of Synergy Strategy Division
Mitsuaki Nakakubo	Outside Director (Independent Officer)	-
Keiichiro Hashimoto	Outside Director (Independent Officer)	-
Akira Matsumoto	Outside Director (Independent Officer)	-
Junko Tsuboi	Outside Director	-

*Mitsuaki Nakakubo was appointed as Independent Director in accordance with the Tokyo Stock Exchange (TSE) rules and has been filed as an Independent Director with the TSE. If Keiichiro Hashimoto and Akira Matsumoto are appointed, they are scheduled to be designated as Independent Directors.

Corporate Auditors

Name	Position
Seiichiro Takahashi	Audit & Supervisory Board Member
Naoya Maruo	Audit & Supervisory Board Member
Toshio Takano	Outside Audit & Supervisory Board Member (Independent Officer)
Tsuneyoshi Seki	Outside Audit & Supervisory Board Member (Independent Officer)
Hideki Minamikawa	Outside Audit & Supervisory Board Member (Independent Officer)

*Toshio Takano, Tsuneyoshi Seki, and Hideki Minamikawa were appointed as Independent Auditors in accordance with the Tokyo Stock Exchange (TSE) rules and have and have been filed as Independent Auditors with the TSE.

Executive Officers

Name	Position	Responsibilities
Kazumasa Wakayama	Senior Executive Officer	General Manager of Health Food Division
Yuna Akashi	Senior Executive Officer	General Manager of Cosmetics Division
Yoshihisa Hosaka	Senior Executive Officer	General Manager of Direct Sales Division
Gen Inomata	Senior Executive Officer	President and CEO of FANCL INTERNATIONAL, INC., President of boscia, LLC
Junji Nagasaka	Senior Executive Officer	General Manager of Administration Headquarters
Nobuyuki Uematsu	Senior Executive Officer	General Manager of Information Technology Division
Akiko Matsugaya	Senior Executive Officer	General Manager of FANCL College
Koichi Matsumoto	Executive Officer	General Manager of Corporate Planning Office, Department Manager of Corporate Planning Department
Hiroaki Hori	Executive Officer	General Manager of International Business Division, Managing Director of FANCL ASIA (PTE) LTD
Tomoko Saito	Executive Officer	President, Representative Director of ATTENIR CORPORATION
Hikomichi Aoto	Executive Officer	Department Manager of Health Management Promotion Department
Jun Saito	Executive Officer	General Manager of Customer Service Division, Department Manager of Customer Service Department
Yoko Mamizuka	Executive Officer	Store Sales Division, General Manager of FANCL Ginza Square
Kengo Muraoka	Executive Officer	General Manager of Business Planning Division, Department Manager of Business Planning Department

ENDS

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