

To whom it may concern

Company Name	ASKUL Corporation
Representative	Akira Yoshioka, President and CEO (Code No. 2678, Tokyo Stock Exchange First Section)
Contact:	
Name and job title	Tsuguhiro Tamai, Executive Officer and CFO Phone: 03-4330-5130

Regarding the Appointment of Chairperson of the Interim Nomination and Compensation Committee and “Operational Policy” of the Committee

The Company hereby announces that, at the 1st meeting of the Interim Nomination and Compensation Committee of the Company held yesterday, September 16, Tadashi Kunihiro, Attorney of the Company, was elected as the chairperson of the Committee.

The Company also announces that the “Operational Policy of the Interim Nomination and Compensation Committee” was determined during the Committee meeting, as described in the Attachment.

* Outline of the 1st meeting of the Interim Nomination and Compensation Committee

[Date and Time] From 3:00 pm to 5:00 pm, Monday, September 16, 2019

[Venue] ASKUL Corporation, Toyosu Head Office

[Attendees]	Chairperson: Tadashi Kunihiro	(Attorney of the Company (*))
	Seiichi Ochiai	(Attorney of the Company (*))
	Takaharu Yasumoto	(Independent Outside Audit & Supervisory Board Member of the Company)
	Rinji Watanabe	(Independent Outside Audit & Supervisory Board Member of the Company)
	Akira Yoshioka	(President and CEO of the Company)

* The Company has newly concluded advisory contracts with both Mr. Kunihiro and Mr. Ochiai. Mr. Kunihiro and Mr. Ochiai have never had a contractual relationship with the Company in the past, including as an attorney of the Company, and do not have any interest in the Company.

Operational Policy of the Interim Nomination and Compensation Committee

ASKUL Corporation
Interim Nomination and Compensation Committee
Chairperson: Tadashi Kunihiro
Member: Seiichi Ochiai
Member: Takaharu Yasumoto
Member: Rinji Watanabe
Member: Akira Yoshioka

The Company hereby announces that the following was determined at the 1st meeting of the Interim Nomination and Compensation Committee held on September 16, 2019.

[Chairperson]

Tadashi Kunihiro, Attorney of the Company, was elected as the chairperson by the members of the Committee.

[Responsibility of the Committee]

This Committee is a provisional nomination and compensation committee responsible for submitting to the Board of Directors a proposal regarding Independent Outside Director candidates to fill the vacancies. Therefore, the term of office of this Committee's members shall be until the new Independent Outside Directors are formally elected at the Extraordinary General Meeting of Shareholders. A subsequently-held meeting of the Board of Directors, attended by the newly-appointed Independent Outside Directors, will re-elect new members of the Nomination and Compensation Committee.

[Operational Policy]

The Committee shall be operated in line with the purpose of the Companies Act, the Corporate Governance Code, the practical guidelines concerning the Group governance system (Group Guidelines), etc., as a body independent from any of ASKUL, Yahoo and PLUS, in a neutral, fair and transparent manner.

While assuming a difference of opinions may arise among ASKUL, Yahoo and PLUS, the Committee strives to nominate candidates for Independent Outside Directors who are capable of making appropriate business decisions to enhance the corporate value of ASKUL.

The Committee will give due consideration to ensuring diversity in nominating Independent Outside Director candidates.

[Selection Criteria for Independent Outside Director Candidates]

The Committee nominates Independent Outside Director candidates by focusing on the following points:

- The ability to make the most appropriate decisions that may contribute to enhancing the corporate value of ASKUL
- The ability to understand and share ASKUL's corporate philosophy and culture
- Ensuring independence from not only the management of ASKUL but also Yahoo and PLUS
- Sufficient insight into corporate governance and securing fairness in capital markets (including respect for the rights of general shareholders)
- Good understanding of business (including Internet business)