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(Stock Exchange Code 8029)  
March 9, 2021

**To Shareholders with Voting Rights:**

Kazuhiro Tada  
President and Representative Director  
LOOK HOLDINGS INCORPORATED  
8-5-30 Akasaka, Minato-ku, Tokyo

**NOTICE OF  
THE 59th ORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

You are hereby notified of the 59th Ordinary General Meeting of Shareholders of LOOK HOLDINGS INCORPORATED (the “Company”). The meeting will be held for the purposes as described below.

**As shareholders can exercise their voting rights by mail or via the Internet, etc., with regard to this meeting, from the perspective of preventing the spread of the novel coronavirus disease (COVID-19), we strongly recommend that all shareholders refrain from attending the meeting in person and instead exercise their voting rights in advance by mail or via the Internet, etc. Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights no later than 5:00 p.m. (Japan time) on Monday, March 29, 2021.**

**1. Date and Time:** Tuesday, March 30, 2021 at 10:00 a.m. Japan time

**2. Place:** Hanautage Room, 2F, HOTEL GAJOEN TOKYO located at  
1 Chome-8-1 Shimomeguro Meguro-ku, Tokyo, Japan

**3. Meeting Agenda:**

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company’s 59th Fiscal Year (January 1, 2020 - December 31, 2020) and results of audits by the Accounting Auditor and the Board of Auditors of the Consolidated Financial Statements
  2. Non-consolidated Financial Statements for the Company’s 59th Fiscal Year (January 1, 2020 - December 31, 2020)

**Proposals to be resolved:**

- Proposal 1:** Appropriation of Surplus  
**Proposal 2:** Election of Five (5) Directors  
**Proposal 3:** Election of One (1) Auditor

#### 4. Exercise of Voting Rights

(Treatment of multiple exercise of voting rights)

- (1) If voting rights are exercised redundantly through both mail and the Internet, etc., the last vote received will be considered the valid vote. If redundant votes are received on the same day, then the vote received via the Internet will be considered the valid vote.
- (2) When exercising voting rights via the Internet, etc. multiple times, the last vote will be considered the valid vote.

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- ◎ When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
  - ◎ Among the documents which should be provided together with this Notice, Notes to Consolidated Financial Statements and Notes to Non-consolidated Financial Statements are posted on the Company's website (<https://www.look-holdings.jp/irinfo/>) in accordance with provisions of laws and regulations as well as Article 15 of the Company's Articles of Incorporation and therefore are not provided in the Appendix of this Notice. The Appendix provided on the above-mentioned website have been audited as part of the Business Report, Consolidated and Non-Consolidated Financial Statements when the audit report and the accounting audit report were prepared by the Auditors and the Accounting Auditor, respectively.
  - ◎ Should the Reference Documents for the General Meeting of Shareholders, the Business Report, Consolidated and Non-Consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website (<https://www.look-holdings.jp/irinfo/>).

# Reference Documents for the General Meeting of Shareholders

## Proposals and References

### Proposal 1: Appropriation of Surplus

The basic policy of the Company is to distribute profits while considering the state of revenue as we endeavor to strengthen our financial structure and enhance internal reserves to facilitate proactive business development.

Based on this policy, the Company proposes that year-end dividends for the year under review be provided as detailed below.

(1) Type of dividend property

Cash

(2) Items related to the allocation of dividend property to shareholders and its total amount

30 yen per share of common stock of the Company

Total of 230,818,080 yen

(3) Date the distribution of surplus comes into effect

March 31, 2021

**Proposal 2:** Election of Five (5) Directors

The terms of office of all five (5) Directors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the election of five (5) Directors is proposed.

The candidates for Director are as follows:

No.	Name	Current positions and responsibilities at the Company	
1	Kazuhiro Tada	President and Representative Director	[Reappointment]
2	Haruo Shibuya	Managing Director	[Reappointment]
3	Masaaki Saito	Director and Senior Operating Officer in charge of Accounting & Finance	[Reappointment]
4	Kazuhiko Fukuchi	Director	[Reappointment] [External] [Independent]
5	Kazunori Inoue	Director	[Reappointment] [External] [Independent]

[Reappointment]: Candidate for reappointment as Director

[External]: Candidate for External Director

[Independent]: Independent Director as provided for by stock exchanges, etc.

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	[Reappointment]  Kazuhiro Tada (January 2, 1965)	<p>March 1988      Joined the Company</p> <p>March 2013      Director and Operating Officer, General Manager of Boutique Division</p> <p>March 2013      Director, I.D. LOOK LTD. (to present)</p> <p>March 2015      President and Representative Director, the Company (to present)</p> <p>February 2017    President and Representative Director, LOOK Split Preparation Company (currently LOOK INCORPORATED)</p> <p>March 2019      Director, LOOK (H.K.) LTD. (to present)</p> <p>July 2019        Representative Director, Bisonte Italia Holding S.r.l. (to present)</p> <p>July 2019        Director, Il Bisonte S.p.A. (to present)</p> <p>[Significant concurrent positions]</p> <p>Director, I.D. LOOK LTD.</p> <p>Director, LOOK (H.K.) LTD.</p> <p>Representative Director, Bisonte Italia Holding S.r.l.</p> <p>Director, Il Bisonte S.p.A.</p>	50,460
<p>[Reason for nomination as a candidate for Director]</p> <p>Having served as President and Representative Director of the Company since 2015, Mr. Kazuhiro Tada has promoted efforts to grow the Group including enhancing revenue of existing businesses and developing new businesses, and contributed to the enhancement of its corporate value. The Company has continued to nominate him as a candidate for Director because it believes he has appropriately served his role in providing decisions on important matters and supervising the business execution of the Group, and will continue to contribute to the sustainable growth and further enhancement of corporate value of the Group.</p>			
2	[Reappointment]  Haruo Shibuya (December 18, 1964)	<p>March 1987      Joined the Company</p> <p>January 2018      Managing Director and General Manager of Operational Headquarters, LOOK INCORPORATED</p> <p>January 2019      President and Representative Director and General Manager of Operational Headquarters, LOOK INCORPORATED (to present)</p> <p>March 2019      Director, the Company</p> <p>January 2020      Managing Director, the Company (to present)</p> <p>January 2020      President and Representative Director, FFI INC. (to present)</p> <p>March 2020      Director, LOOK CHINA CO., LTD. (to present)</p> <p>March 2020      Director, I.D. LOOK LTD. (to present)</p> <p>March 2020      Director, Il Bisonte S.p.A. (to present)</p> <p>[Significant concurrent positions]</p> <p>President and Representative Director and General Manager of Operational Headquarters, LOOK INCORPORATED</p> <p>President and Representative Director, FFI INC.</p> <p>Director, LOOK CHINA CO., LTD.</p> <p>Director, I.D. LOOK LTD.</p> <p>Director, Il Bisonte S.p.A.</p>	16,353
<p>[Reason for nomination as a candidate for Director]</p> <p>Having held important positions in the Sales department, Mr. Haruo Shibuya has extensive experience and achievements as Managing Director and General Manager of Operational Headquarters of LOOK INCORPORATED from January 2018 and the President and Representative Director and General Manager of Operational Headquarters of the same company from January 2019. The Company has continued to nominate him as a candidate for Director because it believes that he will utilize his extensive experience and achievements in the overall management of the Group, and contribute to the sustainable growth and further enhancement of corporate value.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
3	<p>[Reappointment]</p> <p>Masaaki Saito (April 3, 1969)</p>	<p>March 1992      Joined the Company</p> <p>March 2017      Director and Operating Officer, General Manager of Management Planning Department, General Manager of Sales Personnel Division</p> <p>January 2018      Director, LOOK INCORPORATED (to present)</p> <p>January 2018      Director, A.P.C. JAPAN LTD. (to present)</p> <p>March 2018      Director, I.D. LOOK LTD. (to present)</p> <p>March 2019      Managing Director, LOOK (H.K.) LTD. (to present)</p> <p>March 2019      Director, LOOK CHINA CO., LTD. (to present)</p> <p>July 2019      Chairman, Il Bisonte S.p.A. (to present)</p> <p>January 2020      Director and Senior Operating Officer in charge of Accounting &amp; Finance, the Company (to present)</p> <p>[Significant concurrent positions]</p> <p>Director, LOOK INCORPORATED</p> <p>Director, A.P.C. JAPAN LTD.</p> <p>Director, I.D. LOOK LTD.</p> <p>Managing Director, LOOK (H.K.) LTD.</p> <p>Director, LOOK CHINA CO., LTD.</p> <p>Chairman, Il Bisonte S.p.A.</p>	11,446
<p>[Reason for nomination as a candidate for Director]</p> <p>Having engaged in the Sales department and Management Planning department, Mr. Masaaki Saito has extensive experience and achievements including the formulation of management strategies for the Group as Director and General Manager of Management Planning Department from 2017 and serving concurrently in important positions in other companies of the Group. The Company has continued to nominate him as a candidate for Director because it believes that he will continue to utilize his experience and achievements in the overall management of the Group, and contribute to the sustainable growth and further enhancement of corporate value.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
4	[Reappointment] [External] [Independent]  Kazuhiko Fukuchi (January 6, 1954)	<p>April 1976      Joined Mitsui &amp; Co., Ltd.</p> <p>January 2003    General Manager of Materials Division, Goods Business Unit, Mitsui &amp; Co., Ltd.</p> <p>April 2005      Senior Vice President, Consumer Service Business Dept., New York Headquarters, Mitsui &amp; Co. (U.S.A.), Inc.</p> <p>April 2009      Managing Officer, Chief Operating Officer of Consumer Service Business Unit, Mitsui &amp; Co., Ltd.</p> <p>April 2011      Managing Officer, General Manager of Kyushu Office, Mitsui &amp; Co., Ltd.</p> <p>July 2013        Corporate Advisor, COACH A Co., Ltd.</p> <p>March 2014     Director, the Company (to present)</p>	0
<p>[Reason for nomination as a candidate for External Director]</p> <p>Having extensive international experience and broad knowledge and insight in general trading companies, Mr. Kazuhiko Fukuchi has utilized these in the overall management of the Company as External Director of the Company and has provided opinions and advice to enhance the adequacy and appropriateness of the decision making of the Company's Board of Directors. The Company has continued to nominate him as a candidate for External Director because it expects him to continue to utilize his knowledge and insight in the overall management of the Company and provide opinions and advice. The term of office of Mr. Kazuhiko Fukuchi as External Director of the Company will be seven years at the conclusion of this General Meeting of Shareholders.</p>			
5	[Reappointment] [External] [Independent]  Kazunori Inoue (December 27, 1958)	<p>April 1983      Joined Itoman Corporation (currently NIPPON STEEL TRADING CORPORATION)</p> <p>February 2005   Representative Director, Tokyo Blouse Inc.</p> <p>June 2005        Outside Director, Hotta Sangyo K.K. (currently Marusho hotta Co., Ltd.)</p> <p>August 2006     Representative Director, Alps Kawamura Co., Ltd.</p> <p>July 2007        Representative Director, TK Consulting Inc. (currently LEADERS, Inc.) (to present)</p> <p>November 2011   Director, Dateya Co., Ltd. (to present)</p> <p>April 2012        Professor, Bunka Fashion Graduate University, Bunka Gakuen (to present)</p> <p>March 2018     Director, the Company (to present)</p> <p>[Significant concurrent positions]</p> <p>Representative Director, LEADERS, Inc.</p> <p>Director, Dateya Co., Ltd.</p> <p>Professor, Bunka Fashion Graduate University, Bunka Gakuen</p>	0
<p>[Reason for nomination as a candidate for External Director]</p> <p>Having served for many years in the textile and apparel/fashion business, Mr. Kazunori Inoue has broad knowledge and insight. He has utilized these in the overall management of the Company as External Director of the Company and has provided opinions and advice to enhance the adequacy and appropriateness of the decision making of the Company's Board of Directors. The Company has continued to nominate him as a candidate for External Director because it expects him to continue to utilize his knowledge and insight in the overall management of the Company and provide opinions and advice. The term of office of Mr. Kazunori Inoue as External Director of the Company will be three years at the conclusion of this General Meeting of Shareholders.</p>			

- (Notes)
1. There is no special interest between each candidate for Director and the Company.
  2. The candidates for Director, Messrs. Kazuhiko Fukuchi and Kazunori Inoue, are candidates for External Director. The Company has designated them as Independent Directors as set forth by the Rule 436-2 of the Securities Listing Regulations of the Tokyo Stock Exchange, Inc. and notified the Exchange to that effect. If they are reelected as Director and assume their positions, they will continue to be Independent Directors.
  3. In accordance with Article 427, Paragraph 1 of the Companies Act and the Articles of Incorporation, the candidates for Director, Messrs. Kazuhiko Fukuchi and Kazunori Inoue, have entered into agreements with the Company under which their liability for damages stipulated in Article 423, Paragraph 1 of the Companies Act shall be limited to the minimum amount provided for in laws and regulations. If they are reelected as Director and assume their positions, the Company plans to continue the above-mentioned liability limitation agreements.
  4. The number of shares of the Company held includes those held in the name of the Board Members' Shareholding Association.
  5. The Company has entered into a Directors and Officers liability insurance contract, which names all Directors as the

insured. If insured Directors are held liable for execution of their duties or receive a claim regarding the pursuance of their liability, the damage that may arise will be covered by the contract. If each candidate is appointed as a Director, they will be insured by the said insurance contract, and the Company plans to renew the said insurance contract at the time of next renewal during their terms of office.



**Proposal 3: Election of One (1) Auditor**

Auditor Masao Sato will resign from office at the conclusion of this General Meeting of Shareholders. Accordingly, the election of one (1) Auditor is proposed.

The Board of Auditors has previously given its approval to this proposal.

In addition, the term of office of the Auditor elected shall be the remaining term of office of the resigned Auditor in accordance with the provisions of Article 31, Paragraph 2 of the Company's Articles of Incorporation.

The candidate for Auditor is as follows:

Name (Date of birth)	Career summary, positions and significant concurrent positions	Number of shares of the Company held
[New appointment]  Hirofumi Unosawa (November 1, 1963)	March 1987      Joined the Company January 2014    General Manager of A.P.C. JAPAN LTD. January 2017    Operating Officer, General Manager of A.P.C. JAPAN LTD. January 2018    Operating Officer, General Manager of Operation Division 1, Operational Headquarters, LOOK INCORPORATED January 2019    Director and Operating Officer, General Manager of Operation Division 1, Operational Headquarters, LOOK INCORPORATED July 2019       Director and Operating Officer, General Manager of Boutique Division, Operational Headquarters, LOOK INCORPORATED January 2021    Director and Operating Officer, General Manager to Operational Headquarters, LOOK INCORPORATED (to present)	8,127
[Reason for nomination as a candidate for Auditor] Mr. Hirofumi Unosawa has extensive experience and achievements in overall businesses gained through his work in sales departments of other companies of the Group over many years. The Company has nominated him as a candidate for Auditor because it expects him to utilize his extensive experience and achievements, and appropriately perform duties as Auditor.		

- (Notes) 1. There is no special interest between the candidate for Auditor, Mr. Hirofumi Unosawa, and the Company.
2. In accordance with Article 427, Paragraph 1 of the Companies Act and the Articles of Incorporation, if the candidate for Auditor, Mr. Hirofumi Unosawa, is elected as Auditor and assumes his position, the Company plans to enter into an agreement with him under which his liability for damages stipulated in Article 423, Paragraph 1 of the Companies Act shall be limited to the minimum amount provided for in laws and regulations.
3. The candidate for Auditor is scheduled to resign from his position of Director and Operating Officer, General Manager to Operational Headquarters, LOOK INCORPORATED by the date of this General Meeting of Shareholders.
4. The Company has entered into a Directors and Officers liability insurance contract, which names all Auditors as the insured. If insured Auditors are held liable for execution of their duties or receive a claim regarding the pursuance of their liability, the damage that may arise will be covered by the contract. If the candidate is appointed as an Auditor, he will be insured by the said insurance contract, and the Company plans to renew the said insurance contract at the time of next renewal during his term of office.