Management Team (As of June 26, 2019)

Directors



1982 Apr. Joined the Company
2006 Jun. Director and Deputy General Manager, Sales Group
2008 Apr. Director and Unit Director, Business SolutionsUnit
2009 Apr. Director and General Manager, Sales Group
2011 Apr. Director and General Manager, DCG and ServicesBusiness Group
2013 Apr. Executive Director
2013 Oct. President and Representative Director, INTAGE Inc.
2015 Jun. Director
2017 Jun. Bepresentative Director and Executive Vice President

2019 Apr. President and Representative Director (current position)



1992 Jun. Joined Social Survey Research Information Co., Ltd.
1994 Dec. Director, TM Marketing Inc. (in 2010, changed trade name to ANTERIO Inc.)
2005 Jan. Vice President and Representative Director, TM Marketing Inc.
2007 Mar. President and Representative Director, TM Marketing Inc.
2014 Jul. Executive Officerin charge of Group Healthcare Solution, the Company
2015 Apr. Executive Officerin charge of Group Healthcare Business
2016 Jun. Director in charge of Group Healthcare Business
2017 Apr. Director in charge of Group Healthcare Business and responsible for promoting work style reform (current position)
2019 Jun. Director and Chief Workstyle Officer in charge of Group Healthcare Business



Marketing Support (Consumer Goods and Services), Domestic Business

1988 Apr. Joined KAGOME CO.,LTD.

1995 Oct. Joined the Company

2007 Apr. General Manager, Marketing Solution Division, Marketing Solution Unit

2013 Apr. Executive Officer and General Manager, Marketing Innovation Group

2014 Jul. Executive Officer in charge of Group Marketing Solution

2015 Jul. Senior Executive Officer in charge of Group Business Strategy

2016 Apr. Director, INTAGE TECHNOSPHERE Inc.

2016 Apr. Director, INTAGE Inc.

Senior Executive Officer in charge of Marketing Support (Consumer Goods and Services) Domestic Business (current position)

2019 Jun. Senior Executive Officer in charge of Marketing Support (Consumer Goods and Services) Domestic Business (current position)



1980 Apr. Joined Tie Saitama Bank, Ltd.
2011 Oct. General Manager, Corporate Management Division, the Company
2013 Apr. Executive Officer and General Manager, Finance & Investor Relations Division
2014 Apr. Executive Officer in charge of Finance & Investor Relations Division
2014 Oct. Executive Officer in charge of Finance & Investor Relations Division and
General Manager,
2015 Apr. Executive Officer in charge of Finance & Investor Relations Division and
General Manager, President's Office
2015 Jun. Senior Executive Officer in charge of Finance, General Manager, President's
2016 Apr. Senior Executive Officer in charge of Corporate Finance Division, President's
2016 Apr. Office, Internal Control Apr. Office, Internal Control Committee
2016 Jun. Director and CFO, in charge of Internal Controls (current position)



1983 Apr. Joined the Company
2005 Apr. General Manager, Global Research Division, Solution Group
2007 Oct. General Manager, Sales Division IX, Sales Group
2008 Jul. CEO, INTAGE (Thailand) Co., Ltd. (current position)
2014 Apr. Executive Officer in charge of Overseas Business, ASEAN and India Representative, INTAGE Holdings Inc. Regional Office (current position)
2015 Jan. Executive Officer in charge of Group Overseas Business
2015 Jun. Senior Executive Officer in charge of Group Overseas Business
2016 Apr. Senior Executive Officer and Chief Senior Director of Overseas Business in charge of Group Overseas Business
2017 Jun. Director and Chief Senior Director of Overseas Business in charge of Group
2019 Jun. Director and Chief Senior Director of Overseas Business in charge of Marketing Support
2019 Jun. Director and Chief Senior Director of Overseas Business in charge of Marketing Support
2019 Jun.



1983 Apr. Full-time Instructor, Faculty of Commerce, Nagoya University of Commerce & Business
1988 Mar. Assistant Professor, Faculty of Economics, Nagoya City University
1996 Apr. Professor, Faculty of Economics, Nagoya City University
1998 Apr. Professor, Faculty of Business Administration, Tokyo Keizai University (current position)
1998 Oct. Executive Director, Japan Academy of Advertising (current position)
2010 Oct. Chairperson, Japan Academy of Advertising
2014 Apr. Dean, Faculty of Business Administration, Tokyo Keizai University
2015 Jun. Outside Director, the Company
2016 Jun. Outside Director serving as Audit & Supervisory Committee Member
2017 Jun. Outside Director (current position)
2018 Apr. Director and Vice President, Tokyo Keizai University (current position)



1977 Apr. Joined IBM Japan, Ltd.

2008 Jan. Deputy General Manager, Sales Group, the Company

2012 Apr. Executive Officer, General Manager, FMCG Business Group

2015 Dec. Senior Executive, Auditing Staff and in charge of Internal Audit Office

2016 Apr. Senior Executive, Auditing Staff and in charge of Internal Audit Division

2016 Jun. Director serving as Audit & Supervisory Committee Member (Full-time Audit & Supervisory Committee Member) (current position)

2017 Apr. Corporate Auditor, INTAGE Inc. (current position)



1983 Apr. Registered as lawyer (Daiichi Tokyo BAR Association)

1986 Sep. Established YUZO MIYAMA LAW OFFICE

2001 Jul. Representative, MIYAMA LAW OFFICE (current position)

2007 Apr. Outside Director, Ai Holdings Corporation (current position)

2016 May Member of the independent committee, the Company

2017 Jun. Outside Director serving as Audit & Supervisory Committee Member (current position)



Directors Serving on the Audit & Supervisory Committee

1986 Apr. Appointed as judge

1997 Apr. Judge, Tokyo District Court

2002 Apr. General Manager, Administrative Bureau, Secretarial Training Institute, Supreme Court

2004 Apr. General Manager of Training, Comprehensive Training Institute for Court Staff

2005 Apr. Judge, Tokyo High Court

2007 Apr. Professor, Toin Law School (current position)

2007 Jun. Registered as an Attorney

2014 Jun. Substitute Corporate Auditor, the Company

2015 Jun. Outside Corporate Auditor

2016 Jun. Outside Director serving as Audit & Supervisory Committee Member (current position)

2017 Jun. Outside Director, Toyo Sugar Refining Co., Ltd. (current position)



1982 Mar. Joined Arthur Young & Company, Tokyo Office

1985 Mar. Registered as Certified Public Accountant

Transferred to International Business Department of Asahi Shinwa Kaikeisha 1987 Jun. Audit Firm due to the integration of Arthur Young & Company and Asahi Shirwa Kaikeisha Audit Firm

1992 Oct. Established Kashima Certified Public Accountant Office

Registered as Certified Tax AccountantEstablished Kashima Certified Tax Accountant OfficeHead, Kashima Certified Tax Accountant Office (current position)

2002 Mar. Representative Director, Horwath Japan Corporation (currently Minato Trust Corporation) (current position)

Established Kashima & Komiyama CertifiedPublic Accountant

2002 Sep. OfficeRepresentative Certified Public Accountant, Kashima & Komiyama Certified Public Accountant Office (current position)

2008 Dec. Corporate Auditor, MIKI TOURIST CO., LTD. (current position)

2010 Apr. Corporate Certified Public Accountant, the Company (until March 2018)

2018 Mar. Removal of Corporate Certified Public Accountant, the Company

2018 Jun. Outside Director serving as Audit & Supervisory Committee Member (current position)

Skillset

Name	Age	Number of Years as Director	Attendance at the meetings of the Board of Directors (Fiscal 2019)	Experience					
				Marketing	Systems	Advance Technologies/IT Advertisement	Financing/ Accounting	Legal	Global
Noriaki Ishizuka	60	13	17/17						
Kenji Ikeya	62	3	17/17						
Yoshiya Nishi	52	3	17/17						
Kiyomi Miyauchi	59	2	17/17						
Ayumi Higaki	55	0	_			•			
Shizue Kishi	67	4	16/17						
Takashi Ito	64	3	17/17						
Hajime Nakajima	63	3	17/17						
Yuzo Miyama	64	2	17/17						
Shizuo Kashima	60	1	13/13						



Composition of Management (July 2019)

- Inside and Outside Executives

Directors











Outside

Directors Serving on the Audit &









Outside

Gender Composition

Directors









Directors Serving on the Audit & Supervisory Committee









Basic Approach

We believe that, as an enterprise made up of numerous stakeholders, the INTAGE Group has an important responsibility not only to improve business results but also to ensure the soundness, fairness and transparency of management.

Our corporate philosophy, "THE INTAGE GROUP WAY," is the cornerstone of our management. To act consistent with that philosophy, the INTAGE Group's "Ethical Charter" has been established as a set of guidelines that all of the Group's executives and employees must follow in conducting business activities.

Based on this charter, the Group has formulated the INTAGE Group "Employee Code of Conduct," which defines the basic attitude and behavior expected of employees. The Code of Conduct is instilled in the Group's executives and employees to ensure that they carry out sound business activities in compliance with laws and regulations. In addition, the Group's internal control system is managed in accordance with its "Basic Policy on Internal Control Systems."

Change in Governance

On June 17, 2016, we transitioned from being a company with a Board of Corporate Auditors to a company with an Audit & Supervisory Committee, with the objective of arranging an environment that supports appropriate risk taking on the business execution side. By means of this change we strive to strengthen our corporate governance structure by bolstering the oversight and supervision function of the Board of Directors, accelerating decision-making through the delegation of authority, and raising the level of fairness, transparency, and effectiveness in business execution. Since the transition to a company with an Audit & Supervisory Committee, we have been promoting optimal corporate governance for the company, by gradually making changes, such as in the number of inside and outside directors and changes in executives, in accordance with the business and management environment.

Corporate Governance Structure

The Board of Directors consists of six directors (excluding directors serving as Audit & Supervisory Committee members; including one outside director), and four directors serving as Audit & Supervisory Committee members (including three outside directors). The Board identifies job authority and operations responsibility for directors, makes decisions on important matters, and oversees the execution of duties by directors. Based on the Board of Directors Regulations, the Board meets once a month and holds an extraordinary meeting when needed.

As a body to report, discuss, and decide management policy, diverse measures, and various matters concerning business management, a Group Management Meeting is held once a month and is attended by directors (excluding directors serving as Audit & Supervisory Committee members), a full-time director serving on that committee, and executive officers. In addition, in order to support functions of the Board of Directors, report and discuss various matters, and enhance the efficiency of management, the Executive Committee meets every two weeks, with attendance by directors (excluding directors serving as Audit & Supervisory Committee members), a full-time director serving on that committee, and executive officers. The Company has also established several committees: the Internal Control Committee, in order to promote internal control initiatives of the Group; the Crisis Management Committee, to respond to crises involving business

operations of the Group; the Management System Committee, to further improve management systems of the Group; and the Information Security Committee, to identify and resolve information security issues.

The Audit & Supervisory Committee consists of four directors serving as Audit & Supervisory Committee members (including three outside directors). Ordinarily, they meet once a month. The committee strives to enhance its audit and supervisory functions concerning the management. For example, a fulltime director serving on the committee attends important meetings, such as the Internal Control Committee, and compiles opinions of the Audit & Supervisory Committee on reports of his work to other directors serving on the Audit & Supervisory Committee (outside directors).

Further, directors serving as Audit & Supervisory Committee members attend. in addition to the Board of Directors meetings, important meetings, such as the Group Management Meeting, Executive Committee, Internal Control Committee, Crisis Management Committee, Management System Committee, and the Information Security Committee, in order to understand the process of making important decisions and the status of execution of operations, inspect requests for approval and other important documents on execution of operations, and ask employees for explanations on an as-needed basis. They also understand the conditions of group companies, through collaboration with the Internal Audit Department, regular briefings from it, and communications with auditors of the INTAGE Group.

The Internal Audit Department, which is in charge of the Company's internal audits, consists of six persons and conducts auditing of the Company and Group companies, from the perspective of whether the companies are fairly, appropriately, and effectively managed and execute operations, based on both shared management philosophy and policy as well as various rules. With regard

to the audit process, the Department

checks audit plans, execution of audits,

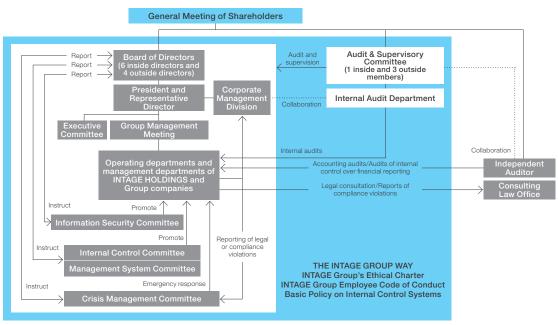
reporting of audit results, and status of

improvement, based on the Company's

"Internal Audit Rules and Execution

Standard."

The Audit & Supervisory Committee and the Internal Audit Department also hold regularly scheduled liaison meetings, with the aim of improving effectiveness and efficiency of audits by both. Liaison meetings confirm the audit policy and plan at the beginning of a fiscal year, and members closely collaborate by exchanging opinions on internal audit reports, during and at the end of the year. Further, the members exchange opinions on audits and information on the status of audits with independent auditors. They also maintain close collaboration with the Internal Control Department that functions as the center of information on the status of these audits and related control activities.



Evaluation Regarding the Effectiveness of the Company's Board of Directors in Fiscal 2019

Each year, the Board of Directors analyzes and evaluates its effectiveness as a whole, by taking into consideration relevant matters, including the selfevaluation of each director, which is obtained by means of questionnaires and hearings, and a summary of the results is disclosed. In addition, the chairman of the Board of Directors regularly listens to opinions on the management of the Board from outside directors. For fiscal 2019, interviews were conducted of 10 directors (six directors who are not serving as Audit & Supervisory Committee members and four directors serving as Audit & Supervisory Committee members) in May and

June, 2019, concerning "the status of management of the Board of Directors meetings," "discussion at the Board," and "assistance to the Board." After the opinions are compiled and analyzed, the results were reported to the Board. In general, the directors highly evaluated the main themes for improvement, such as planning of agenda items for the Board of Directors meetings, improvement in quality of materials prepared for meetings, and assistance to orientation for directors. They concluded that the effectiveness is ensured and has improved in appropriately conducting the resolution of important managerial matters and

supervision in execution of operations. They also judged that the Company is well structured to make use of the supervisory function of outside directors as four independent outside directors are selected and the Audit & Supervisory Committee continues to be used as a source of information, assisting outside directors who are required to understand business activities of the Company. Given this evaluation of effectiveness. the Company will continue to implement and consider further improvement, such as of provision of information to directors, so that the Board of Directors can perform its supervisory function to the maximum extent.

Comments from Outside Directors

I will support the ever-changing INTAGE Group by offering advice based on the perspectives provided by rules and principles.

With the advanced digitalization of the marketing process, we are now in the era of abundantly available data and the INTAGE Group is having increasing opportunities to use its strength. I am an academic researcher of advertising, marketing and consumer behavior, and have studied psychology and communication theory. While reality may appear to be changing ahead of advances in research, I think my role is to provide advice from the perspective of principles that underlie changes. I also recognize that objective evaluation of the methods for use of personal data from the third-party viewpoint is one of roles of outside directors. The era of expecting a certain achievement from merely mobilizing hordes of salespersons and blitzes of ads is behind us. As symbolized by buzzwords such as data science and AI, marketing nowadays is becoming recognized as sophisticated specialist job. Diverse panel data are INTAGE's major management resources and broadly extend from consumers' purchasing records and media access to sales of retail goods and pharmaceuticals. In addition to quantitative data, consumers' actual comments and expressions are utilized to derive insights into their interests which are hidden behind visible behavior. Such findings and knowledge should lead to help solve customers' issues. I would therefore describe INTAGE as a B-to-B company closest to consumers. I am anticipating further growth of the INTAGE Group by its further utilizing the R&D Center, promoting internal globalization, and development of personnel in an open corporate culture.



Basic Guidelines for the Internal Control System

1. Basic Guidelines for Business Operation

INTAGE HOLDINGS Inc. (hereinafter referred to as INTAGE) has adopted "THE INTAGE GROUP WAY" outlined below as the basis for its management.

While "THE INTAGE GROUP WAY" is clearly the bedrock of the company, we have formulated the "INTAGE Group Charter of Ethical Recruitment" shown below as a vehicle for communicating to the broader community the stance of the INTAGE Group as an organization that pursues its business activities in accordance with the law and with sound judgment.

Based on the above INTAGE Group Charter of Ethical Recruitment, the INTAGE Group directors, corporate auditors, executives, consultants, employees, temporary workers hired from agencies and any others of similar standing (hereinafter referred to collectively as "workers") shall recognize that their basic approaches and actions with respect to the conduct of day-to-day operations are formulated as the INTAGE Group Employee Code of Conduct and shall acknowledge that the actions of each and every worker shall be aimed at ensuring trust in the company, and shall comply with that standard. To ensure fair and equitable business practices by workers, every effort shall be made to provide a compliance system through measures such as the enforcement of the "Compliance Promotion Regulations".

Given the nature of the business or business model of the INTAGE Group, the handling of personal information is an important issue in conducting business. Accordingly, a personal information protection manager shall be appointed and a personal information protection system, including the provision of "personal information protection regulations", shall be constructed and implemented.

Considering that the provision and operation of internal control systems to ensure healthy and sustainable development are even more important now as management issues, "Basic Guidelines for the Internal Control System" shall be set out in accordance with the provisions in Article 362, clause 4, item number 6 of the Company Law, with the provisions in Article 100, clauses 1 and 3 in the enforcement rules for the Company Law, and in accordance with the provisions in Article 24, clause 4, item 4 of the Financial Instruments (and) Exchange Law.

2. Systems for ensuring that directors and employees comply with the law and with the Articles of Incorporation in carrying out their duties

- (1) Directors shall take the lead in the adopting and spreading corporate ethics so as to maintain and/or improve the awareness of compliance among workers, in accordance with the aims of the INTAGE Group Charter of Ethical Recruitment, which promotes business practices that accord with the law and with good judgment.
- (2) The board of directors shall agree upon development policies and plans for an internal control system that includes systems to ensure legal compliance and shall establish an Internal Control Promotion Committee and promote the construction of mechanisms to ensure that the internal control system functions effectively. The board of directors shall also receive regular reports from the Internal Control Department on the progress and implementation status of the development policies and plans.
- (3) Directors shall make every effort to set in place a compliance system that spans the INTAGE Group and to identify and resolve problems. They shall achieve this by identifying the laws and regulations that apply to the businesses of the INTAGE Group and by ensuring that the relevant departments and Group companies are made fully aware of the attendant legal requirements.
- (4) To ensure that workers in carrying out their duties are compliant with the law and with the Articles of Incorporation, the INTAGE Group, via the Internal Control Promotion Committee, shall practically apply and thoroughly implement THE INTAGE GROUP WAY, the INTAGE Group Charter of Ethical Recruitment and the INTAGE Group Employee Code of Conduct, etc.
- (5) The INTAGE Group shall furnish regulations regarding compliance and shall ensure that those regulations are constantly visible to workers by posting them on an internal corporate electronic bulletin board. The Group shall also conduct regular compliance training using techniques such as e-learning to ensure that the INTAGE Group Charter of Ethical Recruitment, the INTAGE Group Employee Code of Conduct and the compliance requirements in the regulations relating to compliance are fully disseminated. The Internal Control Promotion Committee, through its activities, shall continually work to maintain and/or improve the awareness of compliance.
- (6) Where a worker in the INTAGE Group discovers a serious violation of the law or any other serious matter relating to compliance, he or she shall immediately report the matter to his or her superiors, to the Chair of the Crisis Response Committee or to the audit committee.
- (7) The INTAGE Group shall ensure that measures exist that allow direct reporting by workers of actions where there is any uncertainty regarding legal compliance in the INTAGE Group, one of which shall be a dedicated "Compliance Hotline" to act as a portal for an INTAGE consultant law office. In this case, it shall be assured that, should the reporting party wish it, his or her anonymity will be guaranteed and he or she will suffer no disadvantage.
- (8) The INTAGE Group shall decisively reject and block any antisocial forces, and where antisocial forces make improper demands, the Group shall respond in close collaboration with external specialist agencies such as the police.

3. Regulations and other systems for managing the risk of loss

- (1) The Internal Control Promotion Committee shall coordinate overall risk management.
- (2) Mechanisms shall be provided for recognizing and evaluating in total any risks that seriously impact on business aims and related management. Regulations for risk management shall also be provided. To increase the effectiveness of risk management.

- that information shall be circulated to business departments via the Management Systems Committee.
- (3) The INTAGE Group shall ordinarily make every effort to identify risks in each department and Group company and shall undertake measures to lessen risk and to prevent risks in advance.
- (4) Where an unforeseen situation arises that seriously impacts on management, or where there is a risk that such a situation may occur, the Crisis Response Committee shall promptly take effective countermeasures and measures to prevent any recurrence.

4. Systems for ensuring that directors carry out their duties efficiently

- (1) The board of directors shall clearly define the directors' duties and authorities and the businesses for which they are responsible. The board shall also decide on important matters and monitor the status of directors' execution of their duties.
- (2) As a system for ensuring that directors carry out their duties efficiently, the board of directors shall hold regular monthly meetings as set out in the rules for the board of directors and shall also meet on other occasions as appropriate. Group management meetings shall also be held once a month, attended by the executive director, executive corporate auditor and the presidents of the Group companies, and these meetings shall serve as bodies for reporting, discussing and making decisions relating to matters of management policy, policy enforcement measures and business management. In addition, fortnightly management liaison meetings shall be held, attended by the executive director, executive corporate auditor and executives, in order to support the functioning of the board of directors, to report on and discuss various matters and to improve management efficiency.

5. Systems for storing and managing information on the execution of directors' duties

- (1) Documents (here and subsequently to include electronic recordings) relating to decision making at meetings of the board of directors, Group management meetings, management liaison meetings and other important meetings, along with other important documents approved by directors, shall be appropriately stored and managed in accordance with the duties of the respective directors as stipulated by law and in the relevant internal regulations.
- (2) A system shall be set up whereby the documents stipulated in (1) above are stored for a minimum period of 10 years and can be viewed by relevant persons as necessary.
- (3) Information shall be managed in accordance with the regulations and guidelines for information security and the basic policies and regulations relating to personal information protection.

6. Systems to assure the propriety of business by the corporate group made up of INTAGE and its subsidiaries

- (1) Based on the Group Company Management Regulations and all other related regulations, reports on the execution of duties and the status of business operations shall be received from the Group companies at Group management meetings, and every effort shall be made to further advance Group management and to maintain and/ or improve the INTAGE brand.
- (2) It shall be assured that transactions among Group companies comply with the law, accounting regulations and tax law and are appropriate according to other social norms.
- (3) With respect to the provisions of the above clauses 2 to 5 inclusive, the Internal Control Promotion Committee that provides overall management and promotion of internal controls such as compliance and risk management shall construct, maintain and operate a Group-wide management system in close collaboration with committee members from the Group companies.
- (4) The internal auditing department shall conduct audits covering the entire business of INTAGE and the Group companies and shall check the maintenance and operating status of the internal control systems at INTAGE and the Group companies.

Systems that allow directors and employees at INTAGE and its subsidiaries to report to the corporate auditors and that ensure that no negative repercussions will arise from that reporting

- (1) Where a matter arises that could cause serious harm to INTAGE or a Group company, or where a matter relating to compliance or risk or any other matter that constitutes an internal control problem arises, INTAGE and Group company workers shall promptly report the matter to the corporate auditors.
- (2) Workers shall be assured that there will be no unfavorable impact on their personnel assessment as a result of reporting matters to the corporate auditors or via the Compliance Hotline.
- (3) The board of directors shall receive regular reports on the status and content of reports to the Compliance Hotline and shall ascertain the operating status of the Compliance Hotline.

8. Items relating to guidelines for the procedures for advance payment or redemption of costs arising from corporate auditors' performance of their duties and for the handling of any other costs or debts arising from the performance of those duties

This item shall apply when requests are made for the discharge of debts incurred or the repayment of costs outlaid or paid in advance, etc. as a result of the corporate auditors carrying out their duties, except where it can be proven that those costs, etc. did not arise from the corporate auditors' performance of their duties.

9. Systems for assuring the reliability of financial reporting

To ensure the reliability of financial reporting and to effectively and appropriately submit the internal control reports stipulated in Article 24, clause 4, item 4 of the Financial Instruments (and) Exchange Law, an Internal Control Promotion Committee shall be established to determine the effectiveness of internal controls and to draft internal control reports. The committee shall also conduct continuous evaluations as to whether the internal controls are functioning correctly and shall make any necessary corrections, and shall at the same time ensure compliance with the Financial Instruments (and) Exchange Law and all other relevant legislation.