



FAST RETAILING CO., LTD.

Stock Code
Tokyo Stock Exchange: 9983
Hong Kong Stock Exchange (Main Board): 6288

NOTICE OF 2015 General Meeting of Shareholders

(Year from 1 September 2014 to 31 August 2015)

Date and time:

11.00 JST,
Thursday, November 26, 2015

Location:

Main Conference Room, Head Office
Conference Building 717-1 Sayama,
Yamaguchi City, Yamaguchi, Japan

Matters for Resolution

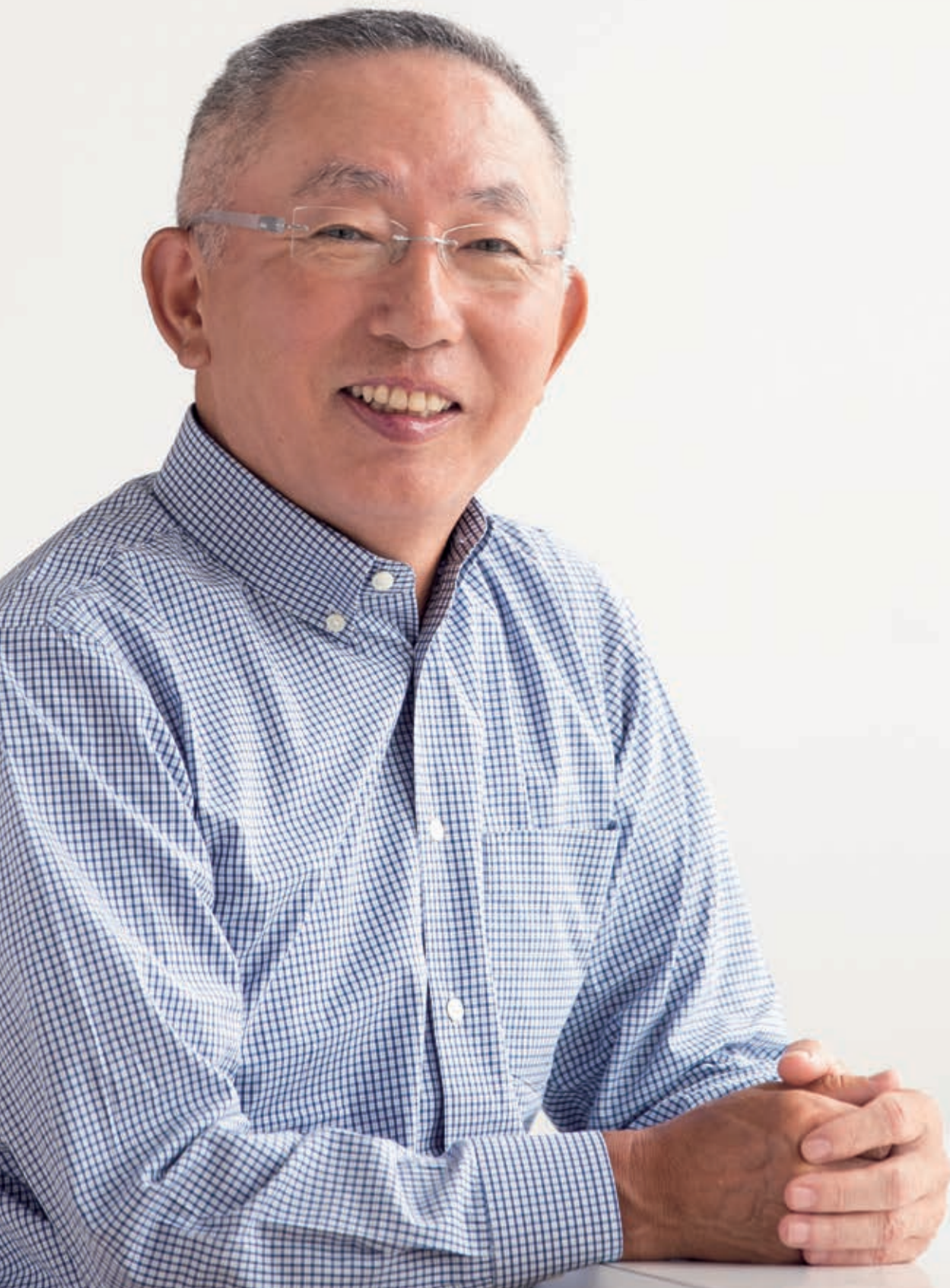
Proposal 1:

Election of six directors

Proposal 2:

Amendments to articles of incorporation





Carving a New Industry

Tadashi Yanai

President, Chairman and CEO

Fast Retailing achieved record results in fiscal 2015, with UNIQLO Greater China, UNIQLO South Korea and our low-priced GU fashion casualwear brand driving growth. The key to our success lies in our ability to offer customers the very clothes they need, and the fact that customers appreciate our earnest attempts to enrich people's lives worldwide. Going forward, I want to establish full-fledged UNIQLO operations in Asia and Oceania, Europe and the United States. To achieve that, all staff must embrace our Global One and Zenin Keiei management principles, which promote the collective pursuit of superior global business methods and encourage all employees to adopt a managerial mindset. In that vein, we will employ resources from across the Group to help transform UNIQLO USA management, store operations and marketing, and make that operation profitable as soon as possible.

The recent widespread surge in internet usage offers globally expanding companies like ourselves the opportunity to carve new industries. I feel the same inspiration today that I felt thirty years ago when our tiny company in Yamaguchi prefecture developed the UNIQLO business model for apparel manufacture and retail, and subsequently experienced unprecedented growth. Now, we have the chance to create an entirely new industry that eradicates the traditional barriers between distribution and retail.

To do this, we need to build systems that simultaneously connect and direct all processes via the internet, from planning through production, distribution and retail. That would allow us, as the creators of clothes, to produce the latest fashions rapidly and in appropriate volumes, and enable customers to get the products they want straight away. This would transform the entire shopping experience. We are ready to meet this challenge by taking full advantage of the latest technology.

Finally, our CSR activities become increasingly important as we expand globally. As part of our All-Product Recycling Initiative, we launched the "10 Million Ways to HELP" project in fall 2015 to help deliver 10 million items of clothing to refugees and displaced persons worldwide through our partnership with the Office of the United Nations High Commissioner for Refugees (UNHCR). I want to extend our clothes-focused CSR initiatives so we can deliver joy and happiness to people worldwide, and help make the world a better place.

NOTICE OF 2015 GENERAL MEETING OF SHAREHOLDERS

Date and time: 11.00 JST, Thursday, November 26, 2015

Location: Main Conference Room, Head Office
Conference Building 717-1 Sayama,
Yamaguchi City, Yamaguchi, Japan

Items to be dealt with at the Meeting:

- Matters for Reporting**
- 1. Reports on the business report, consolidated financial statements and non-consolidated financial statements for the fiscal 2015 (1 September 2014 to 31 August 2015)
 - 2. Results of the audit of the consolidated financial statements by the Accounting Auditors and the Board of Statutory Auditors for fiscal 2015 (1 September 2014 to 31 August 2015)

- Matters for Resolution**
- Proposal 1: Election of six directors**
- Proposal 2: Amendments to articles of incorporation**

Information Disclosed Online

■ Amendments to AGM reference materials, the business report, consolidated financial statements and non-consolidated financial statements will be displayed on the Fast Retailing company website.

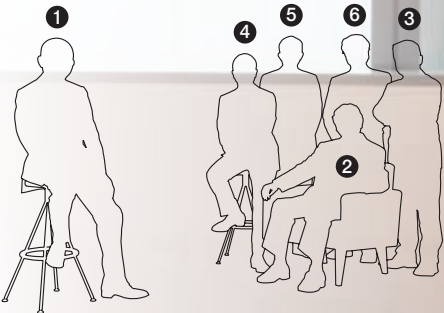
■ As stipulated by law and article 15 of the articles of incorporation, the following documents are not included in this notice because they are already displayed on the Fast Retailing company website:

- Business report**
Items relating to External Directors, the Accounting Auditors and share subscription rights
- Consolidated financial statements**
Consolidated statement of changes in equity, notes to consolidated financial statements
- Non-consolidated financial statements**
Statement of changes in net assets, notes to non-consolidated financial statements

Documents displayed on the company website relating to the Board of Auditors and the Accounting Auditor are all subject to audit.

Fast Retailing website <http://www.fastretailing.com/eng/ir/stockinfo/meeting.html>

THE REFERENCE MATERIALS FOR THE 2015 GENERAL MEETING OF SHAREHOLDERS



- ①** Chairman, President and CEO **Tadashi Yanai**
- ②** Director **Toru Hambayashi**
- ③** Director **Nobumichi Hattori**
- ④** Director **Toru Murayama**
- ⑤** Director **Masaaki Shintaku**
- ⑥** Director **Takashi Nawa**

Proposal 1 Election of Six Directors

The term of office of all six current Directors expires as of the end of this Ordinary General Meeting of Shareholders, so the Company proposes that six Directors be elected. The candidates for Directors are as follows.

Candidate number	Name		Position	No. of years as a board director	Board of directors' meeting attendance
1	Tadashi Yanai (66 years old)	Reappointment	Representative Director; Chairman, President & CEO	43 years	100% (13 of 13)
2	Toru Hambayashi (78 years old)	Reappointment External Director Independent Officer	Director	10 years	100% (13 of 13)
3	Nobumichi Hattori (57 years old)	Reappointment External Director Independent Officer	Director	10 years	100% (13 of 13)
4	Toru Murayama (61 years old)	Reappointment External Director	Director	8 years	100% (13 of 13)
5	Masaaki Shintaku (61 years old)	Reappointment External Director Independent Officer	Director	6 years	100% (13 of 13)
6	Takashi Nawa (58 years old)	Reappointment External Director	Director	3 years	100% (13 of 13)

- Outline of External Directors limited liability agreement
To enable External Directors to fulfill their roles to the best of their ability and meet the expectations of the Board and shareholders, Article 29 of the Company's Articles of Incorporation stipulates that the Company may enter into agreements with External Directors to limit their liabilities to compensate for damages suffered due to their negligence in the execution of duties. Accordingly, the Company signed limited liability agreements with Toru Hambayashi, Nobumichi Hattori, Toru Murayama, Masaaki Shintaku, and Takashi Nawa. These agreements shall be extended in the event these five persons are re-elected as External Directors. An outline of the said agreement is detailed below.
The limited liabilities agreement is based on provisions in Article 427, Paragraph 1 of the Companies Act, which limits the liabilities for damages as provided for in Article 423, Paragraph 1 of the Companies Act. The agreement states that liabilities for damages shall be limited to the higher amount of either 5,000,000 yen or the amount stipulated by law.
- The Tokyo Stock Exchange has been notified that Toru Hambayashi, Nobumichi Hattori and Masaaki Shintaku serve as independent officers.
- Director Toru Murayama is the representative director of Office Murayama. FAST RETAILING CO., LTD. currently has a consulting subcontract with Office Murayama relating to the training of management personnel.
- FAST RETAILING CO., LTD. has no specific interests or agreements with any of the other candidates for director.

1 Tadashi Yanai

Reappointment



- **DOB:** 7 February 1949
- **No. of years as a Board Director:** 43 (at the conclusion of current AGM)
- **Board of Directors' meeting attendance:** 100% (13 of 13)
- **No. of Fast Retailing shares held:** 22,987,284 shares
- **Career profile and Fast Retailing positions held:**
 - Aug. 1972 Joined FAST RETAILING CO., LTD.
 - Sep. 1972 Director, FAST RETAILING CO., LTD.
 - Aug. 1973 Senior Managing Director, FAST RETAILING CO., LTD.
 - Sep. 1984 President & CEO, FAST RETAILING CO., LTD.
 - Jun. 2001 External Director, SOFTBANK GROUP CORP. (current)
 - Nov. 2002 Chairman and CEO, FAST RETAILING CO., LTD.
 - Sep. 2005 Chairman, President and CEO, FAST RETAILING CO., LTD. (current)
 - Nov. 2005 Chairman, President and CEO, UNIQLO CO., LTD. (current)
 - Sep. 2008 Director and Chairman, GOV RETAILING CO., LTD. (currently G.U. CO., LTD.) (current)
 - Jun. 2009 External Director, Nippon Venture Capital Co., Ltd. (current)
 - Nov. 2011 Director, LINK THEORY JAPAN CO., LTD. (current)
- **Major concurrent offices:**
 - External Director, SOFTBANK GROUP CORP.
 - Chairman, President and CEO of UNIQLO CO., LTD.
 - Director of 18 other subsidiaries of the Company
 - External Director, Nippon Venture Capital Co., Ltd.

Candidate Message

Fast Retailing achieved another record result in fiscal 2015 thanks to your warm support. At this vital stage in our growth as a global company, I believe it is important to boost our corporate value by challenging new innovation, and to strive for increasingly swift, decisive and transparent management. Under our corporate mission to change clothes, change conventional wisdom and change the world, I want us to continue to enrich people's lives through clothes, and ensure that we, as a company, use clothes to contribute to society in ways that deliver joy and happiness to people around the world.

2 Toru Hambayashi

Reappointment External Director Independent Officer



- **DOB:** 7 January 1937
- **No. of years as a Board Director:**
10 (at the conclusion of current AGM)
- **Board of Directors' meeting attendance:**
100% (13 of 13)
- **No. of Fast Retailing shares held:** — shares
- **Career profile and Fast Retailing positions held:**

Apr. 1959 Joined Nichimen Company Limited (currently Sojitz Corporation)
 Oct. 2000 President, Nichimen Corporation (currently Sojitz Corporation)
 Apr. 2003 Chairman and Representative Director, Sojitz Holdings Corporation (currently Sojitz Corporation)
 Jun. 2004 External Auditor, UNITIKA Ltd.
 Nov. 2005 External Director, FAST RETAILING CO., LTD. (current)
 Jun. 2007 External Director, MAEDA CORPORATION (current)
 Apr. 2009 Adviser, The Association for the Promotion of International Trade, Japan (current)
 Jun. 2011 External Director, DAIKYO INCORPORATED (current)
 Jun. 2015 External Director, UNITIKA Ltd. (current)

■ Major concurrent offices:

External Director, UNITIKA Ltd.
 External Director, MAEDA CORPORATION
 Adviser, The Association for the Promotion of International Trade, Japan
 External Director, DAIKYO INCORPORATED

Selection for External Director

Toru Hambayashi is well versed in overall trends in the apparel industry having worked in senior management first as president of Nichimen Corp. general trading company (currently Sojitz Corp.) and then as chairman and co-CEO of Nissho Iwai-Nichimen Holdings Corp. (currently Sojitz Corp.). His global perspective and superior management experience is vital to us as a company looking to expand our apparel-related operations. We highly recommend Mr. Hambayashi is an appropriate candidate for external director.

Candidate Message

External directors constantly evaluate management decisions on behalf of company stakeholders to ensure all achievements are healthy and correct. FR founder, CEO and major shareholder Tadashi Yanai has a strong sense of morality, but the company must continue the transition from a 'my company' under Mr. Yanai, to a 'your company,' a more public corporation. I firmly support FR's quest to become the world's No.1 brand.

3 Nobumichi Hattori

Reappointment External Director Independent Officer



- **DOB:** 25 December 1957
- **No. of years as a Board Director:**
10 (at the conclusion of current AGM)
- **Board of Directors' meeting attendance:**
100% (13 of 13)
- **No. of Fast Retailing shares held:** — shares
- **Career profile and Fast Retailing positions held:**

Apr. 1981 Joined Nissan Motor Co., Ltd.
 Jun. 1989 Joined Goldman Sachs and Company, Headquarters (New York)
 Nov. 1998 Managing Director and M&A Advisory of Japan for Goldman Sachs and Company Headquarters (New York)
 Oct. 2003 Visiting Associate Professor, Graduate School of International Corporate Strategy, Hitotsubashi University
 Jun. 2005 External Director, Miraca Holdings Inc. (current)
 Nov. 2005 External Director, FAST RETAILING CO., LTD. (current)
 Oct. 2006 Visiting Professor, Graduate School of International Corporate Strategy, Hitotsubashi University (current)
 Apr. 2009 Visiting Professor, Waseda Graduate School of Finance, Accounting and Law (current)
 Mar. 2015 External Auditor, Frontier Management Inc. (current)
 Jun. 2015 External Director, Hakuholdo DY Holdings Inc. (current)

■ Major concurrent offices:

External Director, Miraca Holdings Inc.
 Visiting Professor, Graduate School of International Corporate Strategy, Hitotsubashi University
 Visiting Professor, Waseda Graduate School of Finance, Accounting and Law
 External Auditor, Frontier Management Inc.
 External Director, Hakuholdo DY Holdings Inc.

Selection for External Director

Nobumichi Hattori presided over M&A projects in Japan as managing director of major US bank Goldman Sachs' New York head office. He currently researches M&A and corporate valuation. Well versed in how companies operate in capital markets, he also serves as visiting professor at the graduate schools of Hitotsubashi and Waseda universities in Tokyo. We believe Mr. Hattori's knowledge and experience is invaluable for our company, and we highly recommend him as a candidate for external director.

Candidate Message

Following its own rapid growth, Fast Retailing now investigates an increasing number of large-scale M&A candidates. Consequently, the board of directors plays an increasingly important role as a key collective that can remind senior management of the risks involved in this field. I use my past experience to judge FR's corporate value from a capital market perspective, and suggest how to best boost that value.

4 Toru Murayama

Reappointment External Director



- **DOB:** 11 June 1954
- **No. of years as a Board Director:**
8 (at the conclusion of current AGM)
- **Board of Directors' meeting attendance:**
100% (13 of 13)
- **No. of Fast Retailing shares held:** 500 shares
- **Career profile and Fast Retailing positions held:**

- Apr. 1980 Joined Arthur Andersen & Co. (currently Accenture Japan Ltd.)
- Apr. 2003 Representative Director and President, Accenture Japan Ltd.
- Sep. 2007 Director and Chairman, Accenture Japan Ltd.
- Nov. 2007 External Director, FAST RETAILING CO., LTD. (current)
- Apr. 2008 Visiting Professor, Comprehensive Research Organization, Waseda University
- Sep. 2009 Corporate Advisor, Accenture Japan Ltd.
- Apr. 2010 Professor, Faculty of Science and Engineering, Waseda University
- Oct. 2011 Advisor, Microsoft Japan Co., Ltd.
- Jan. 2013 President, Office Murayama (current)
- Apr. 2015 Visiting Professor, Faculty of Science and Engineering, Waseda University (current)

■ **Major concurrent offices:**

Visiting Professor, Faculty of Science and Engineering, Waseda University
President, Office Murayama

Selection for External Director

Toru Murayama helped determine growth strategies for large numbers of global companies during the many years he served in senior management at US management consulting firm Accenture. We believe his experience and knowledge is very important to us as we continue to expand our global operations, and we highly recommend him as an appropriate candidate for external director.

Message from the Candidate

The role of an external director is to suggest different ideas and a variety of perspectives. Fast Retailing is working hard to become a true global retailer, so management teams must communicate effectively between regions and different operations and resolve issues swiftly. I am committed to actively nurturing management personnel and skills, and management approaches that all of our employees from all over the world can get behind.

5 Masaaki Shintaku

Reappointment External Director Independent Officer



- **DOB:** 10 September 1954
- **No. of years as a Board Director:**
6 (at the conclusion of current AGM)
- **Board of Directors' meeting attendance:**
100% (13 of 13)
- **No. of Fast Retailing shares held:** — shares
- **Career profile and Fast Retailing positions held:**

- Apr. 1978 Joined IBM Japan, Ltd.
- Dec. 1991 Joined Oracle Corporation Japan
- Aug. 2000 President & CEO, Oracle Corporation Japan
- Jan. 2001 Executive Vice President, Oracle Corporation
- Apr. 2008 Vice Chairman, Special Olympics Nippon (currently Special Olympics Nippon Foundation) (current)
- Jun. 2008 Chairman, Oracle Corporation Japan
- May 2009 Advisory Board Member, NTT DOCOMO, INC. (current)
- Nov. 2009 External Director, FAST RETAILING CO., LTD. (current)
- Jul. 2011 External Director, COOKPAD Inc. (current)

■ **Major concurrent offices:**

Vice Chairman, Special Olympics Nippon Foundation
Advisory Board Member, NTT DOCOMO, INC.
External Director, COOKPAD Inc.

Selection for External Director

Having worked in senior management at US information systems company Oracle Corp., Masaaki Shintaku has amassed a wealth of experience and knowledge in the field of corporate management. As vice chairman of the non-profit organization Special Olympics Nippon Foundation, he is involved in a wider range of activities. His objective advice regarding Fast Retailing future growth strategy, and his invaluable in-depth knowledge of sponsored athletes and sports for people with disabilities renders him an appropriate candidate for external director.

Candidate Message

I believe Fast Retailing can now succeed anywhere in the world because its managers and personnel all share a similar understanding and aspire to similar goals. In order to successfully identify and resolve issues, and promote future growth, employees and systems have to be able to progress smoothly, swiftly and firmly towards set goals. FR's board of directors needs to work as a unified team to accelerate the company's progress, and contribute to future growth.

6 Takashi Nawa

Reappointment External Director



- **DOB:** 8 June 1957
- **No. of years as a Board Director:**
3 (at the conclusion of current AGM)
- **Board of Directors' meeting attendance:**
100% (13 of 13)
- **No. of Fast Retailing shares held:** — shares
- **Career profile and Fast Retailing positions held:**

Apr. 1980 Joined Mitsubishi Corporation
 Apr. 1991 Joined McKinsey & Company
 Jun. 2010 Appointed Professor of The Graduate School of International Corporate Strategy, Hitotsubashi University (current)
 Jun. 2010 Appointed President of Genesys Partners (current)
 Sep. 2010 Senior Advisor, Boston Consulting Group (current)
 Jun. 2011 Appointed External director at NEC Capital Solutions (current)
 Sep. 2012 Appointed President of Next Smart Lean Co.,Ltd. (current)
 Nov. 2012 External Director, FAST RETAILING CO., LTD. (current)
 Jun. 2014 External Director, DENSO Corporation (current)
 Jun. 2015 External Director, Ajinomoto Co., Inc. (current)

■ **Major concurrent offices:**

Appointed Professor of The Graduate School of International Corporate Strategy, Hitotsubashi University
 Appointed President of Genesys Partners
 Senior Advisor to Boston Consulting Group
 Appointed External director at NEC Capital Solutions Limited
 Appointed President of Next Smart Lean Co.,Ltd.
 External Director, DENSO Corporation
 External Director, Ajinomoto Co., Inc.

Selection for External Director

Takashi Nawa has amassed a wealth of knowledge and insight into international corporate strategy over his career as director of the American multinational management consultant firm McKinsey & Company, and as professor of The Graduate School of International Corporate Strategy at Hitotsubashi University. This experience should prove extremely useful as FR seeks to globalize operations and promote diverse management, and we highly recommend him as a candidate.

Candidate Message

I have advised many Japanese companies about global expansion. Diversity of opinion and experience is important in any management discussion, and so I always try to consider how a director from a country other than Japan would view a particular point and then inject that perspective into the Fast Retailing management debate. As an external director, I can support growth by pointing out problems with any policy direction, and offering objective, appropriate advice regarding new business areas.

Proposal 2 Amendments to Articles of Incorporation

Regarding our Articles of Incorporation, we wish to amend Article 29 relating to limited liability contracts for external directors and Article 38 relating to limited liability contracts for External Statutory Auditors. The amendments follow the partial revision of the Companies Act, effective from 1 May 2015, to enable companies to execute limited liability contracts with non-executive directors and non-external statutory auditors. We have sought the agreement of our Statutory Auditors regarding changes to Article 29.

Details of Amendments

The details of amendments are as listed below.

(The amended portions are underlined.)

Current	Proposal for Amendments
<p>Article 29 (Agreements Concerning Limitations on the Liability of <u>Outside Directors</u>) Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company may enter into agreements with <u>Outside Directors</u> to limit their liability compensate for damages suffered due to their negligence in the execution of duties. However, the maximum amount of the compensation for damage under such agreement shall be the higher of either a pre-determined amount equivalent to or in excess of five million yen (¥5,000,000) or the amount stipulated by laws or regulations.</p>	<p>Article 29 (Agreements Concerning Limitations on the Liability of <u>Non-Executive Directors</u>) Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company may enter into agreements with <u>Directors (excluding those who are Executive Directors, etc. as defined in Article 2, Item 15(a) of the Companies Act)</u> to limit their liability compensate for damages suffered due to their negligence in the execution of duties. However, the maximum amount of the compensation for damage under such agreement shall be the higher of either a pre-determined amount equivalent to or in excess of five million yen (¥5,000,000) or the amount stipulated by laws or regulations.</p>
<p>Article 38 (Agreements Concerning Limitations on the Liability of <u>Outside Statutory Auditors</u>) Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company may enter into agreements with <u>Outside Statutory Auditors</u> to limit their liability to compensate damages suffered due to their negligence in the execution of duties. However, the maximum amount of the compensation for damage under such agreement shall be the higher of either a pre-determined amount equivalent to or in excess of five million yen (¥5,000,000) or the amount stipulated by laws or regulations.</p>	<p>Article 38 (Agreements Concerning Limitations on the Liability of <u>Statutory Auditors</u>) Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company may enter into agreements with <u>Statutory Auditors</u> to limit their liability to compensate damages suffered due to their negligence in the execution of duties. However, the maximum amount of the compensation for damage under such agreement shall be the higher of either a pre-determined amount equivalent to or in excess of five million yen (¥5,000,000) or the amount stipulated by laws or regulations.</p>

- End -

Additional Materials

Business Report

GROUP HIGHLIGHT 2015

Fiscal 2015: A Record Consolidated Result

Revenue 1.6817 trillion yen

Operating Profit 164.4 billion yen



FY2006 FY2007 FY2008 FY2009 FY2010 FY2011 FY2012 FY2013 FY2014 FY2015

Note: International financial reporting standards (IFRS) applied since year ended 31 August 2014. Year ended 31 August 2013 data recalculated using IFRS.



UNIQLO Kichijoji displays are a nod to the area's manga subculture

1. Fast Retailing Group Business Performance

1 Fiscal 2015 Business Performance (Year to 31 August 2015)

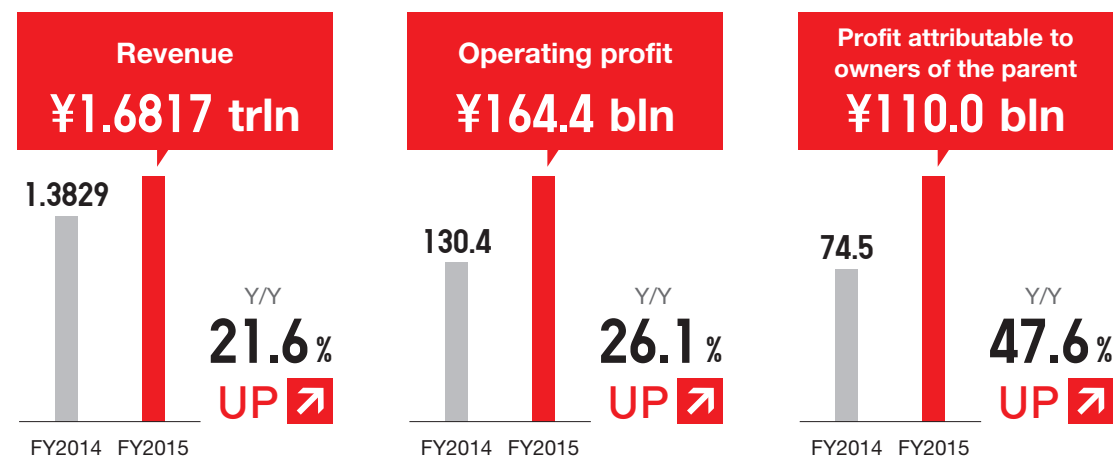
- Achieved record consolidated results
- UNIQLO International the key driver of Group growth
- GU brand confirms strong growth path

The Group reported a record performance (Consolidated revenue: ¥1.6817 trillion (+21.6% year on year), consolidated operating profit: ¥164.4 billion (+26.1%), consolidated profit before income taxes: ¥117.3 billion (+48.0%), profit attributable to owners of the parent: ¥110.0 billion (+47.6%)). We reported ¥16.1 billion impairment losses relating to the J Brand premium denim label, software, and property, plant and equipment of UNIQLO USA LLC stores, and a ¥1.8 billion loss on the retirement of property, plant and equipment relating to the refurbishment of global flagship stores in London and Shanghai. The depreciation of the Japanese yen boosted the carrying amount of foreign-currency denominated assets, generating a considerable increase in net finance income of ¥16.2 billion.

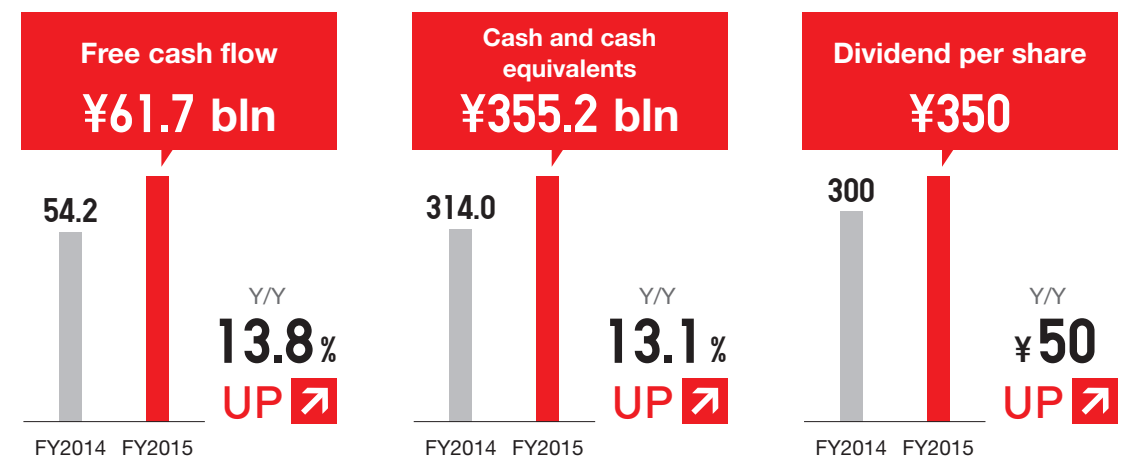
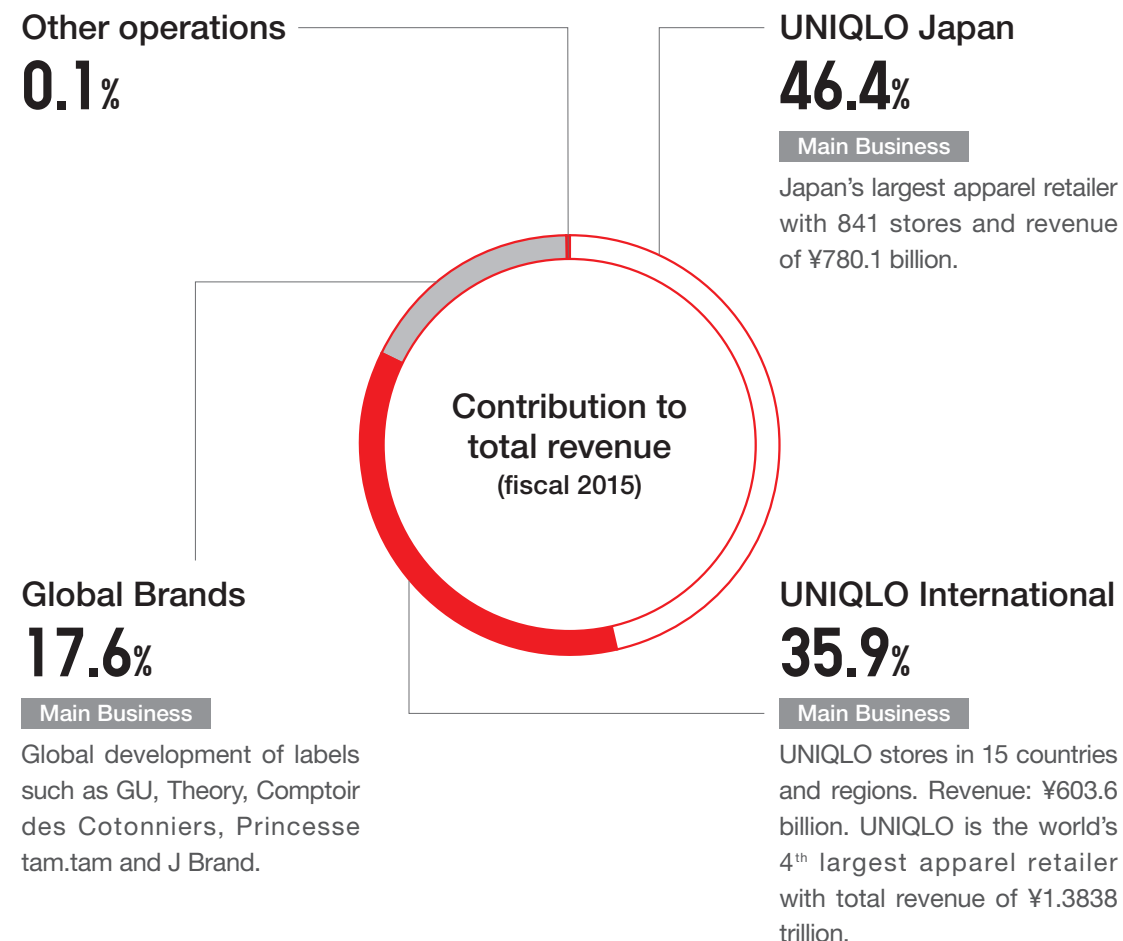
UNIQLO International was the key driver of growth, reporting a 31.6% rise in operating profit to ¥43.3 billion. UNIQLO Japan operating profit increased steadily to ¥117.2 billion (+10.3%). Global Brands operating profit totaled ¥14.4 billion, with the low-priced GU fashion casualwear brand contributing an impressive ¥16.4 billion (+174.9%).

The Group's medium-term vision is to become the world's number one apparel manufacturer and retailer. We are growing UNIQLO International's store network and opening global flagship stores in major cities worldwide, to boost UNIQLO brand awareness and strengthen our global operational base. We are accelerating GU store openings in Japan and launching the label in the Chinese market. We believe GU has reached a key turning point in its growth and development as the Group's second core brand.

Financial Highlights



Business Segments





TOPICS

Create a New Industry Through Digital Innovation

We can now use the internet on smartphones anywhere. As the number of internet users of all ages soars, the distribution industry is on the verge of great change. UNIQLO see this as a great opportunity to transform its own business operations, and to create a new revolutionary industry.

We want to create an internet-based system that conducts all manufacturing and retailing processes simultaneously, from planning to production, distribution and retail. Such a system would enable us to rapidly produce the most appropriate volume of any product by creating virtual samples of product designs, then confirming, revising and manufacturing them all through one seamless system. We could also use two-way digital communication with customers to help swiftly create unique new products that perfectly match their latest needs. Sending orders for desired products directly to factories, and then rapidly manufacturing and delivering those products. It's no longer a dream.

Digital innovation will enable customers to buy exactly what they want instantly, anytime, anywhere. If a customer tries something on in a store but can't find the size or color they like, they can have it delivered to their door the very same day. Shopping habits will be transformed.

We can supply information about new products, discounts and shopping hints to registered customers via smartphone. In future, customers will be able to order tailored products to suit their registered body shape and style. In fact, the foundation of such services has already been built up. In September 2015, UNIQLO started selling men's quasi-order-made fine-cloth long sleeve shirts online. Customers love the fact that they no longer have to put up with ill-fitting parts of a garment such as a large neckline on an L-sized long sleeve shirt. Instead, they can select from 169 different sizes and patterns to ensure they get the right neck size, sleeve length and preferred fit. Offering more products via similar systems will boost customer satisfaction and customer confidence in UNIQLO as the ultimate LifeWear brand.

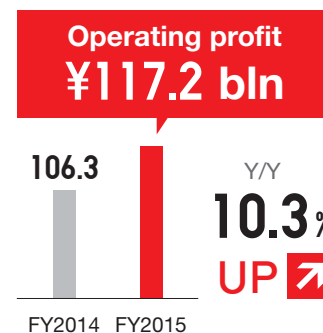
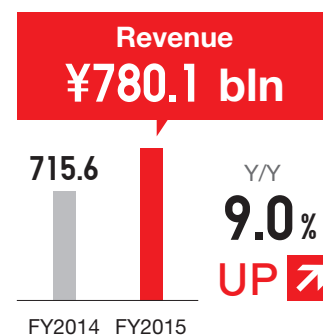
We believe the active pursuit of digital innovation across our global operations, and the creation of a new industry, will transform UNIQLO's current business and open new doors to future success.

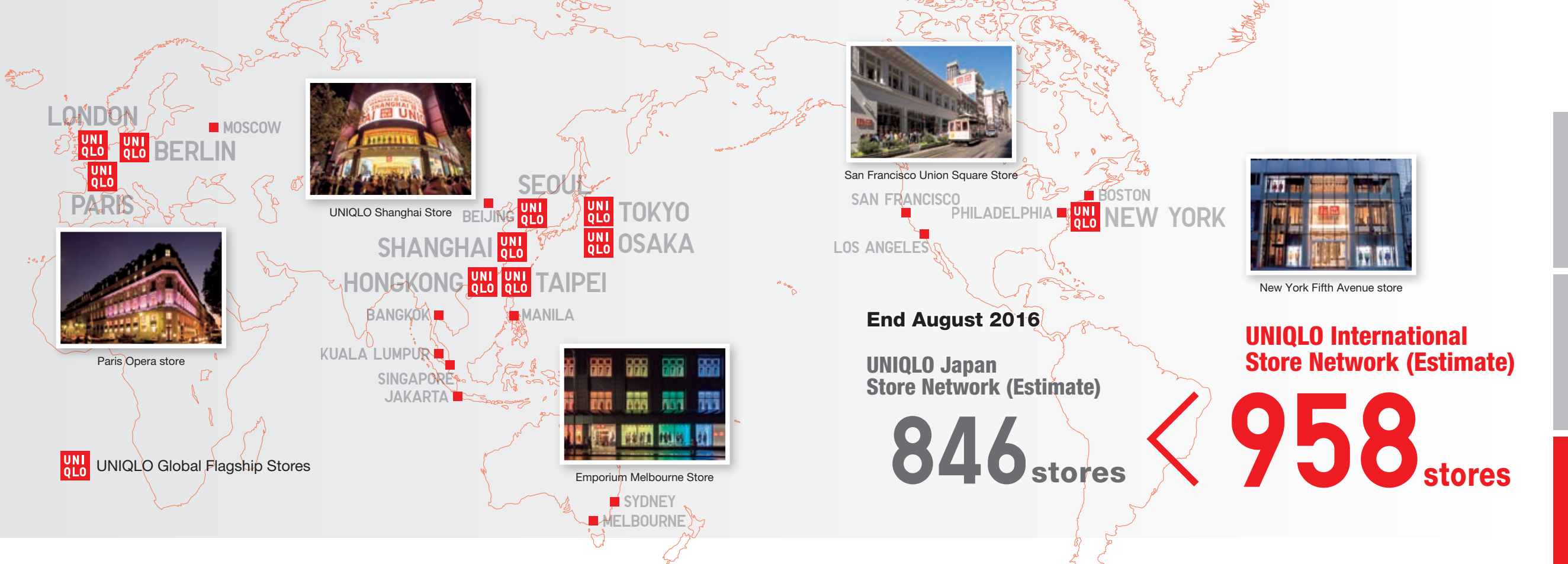


UNIQLO Japan

- Record operating profit in fiscal 2015
- HEATTECH Extra Warm ranges hugely popular
- Opened successful global flagship store and global hotspot store in October 2014

UNIQLO Japan reported record high results in fiscal 2015, with revenue expanding to ¥780.1 billion (+9.0%), and operating profit increasing to ¥117.2 billion (+10.3%) on the back of a strong 6.2% rise in same-store sales. However, the gross profit margin contracted by 0.2 point, and the SG&A ratio rose 0.1 point on the back of higher personnel costs. Sales of core winter ranges such as HEATTECH, Ultra Light Down and wool sweaters outstripped expectations. Our HEATTECH Extra Warm range proved extremely popular. Launched fully in fall 2014, the range is designed to offer 1.5 times the warmth of original HEATTECH fabrics. The launch of spring ranges went well, but sales of summer items were dampened by the unusually cold rainy season in June and early July. Our UNIQLO OSAKA global flagship store and UNIQLO Kichijoji global hotspot store, opened in October 2014, have impressed customers with their community-based management style.





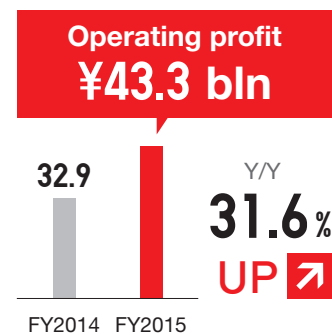
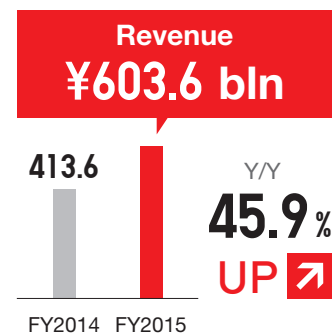
UNIQLO International

- Impressive 31.6% gain in operating profit
- UNIQLO Greater China and South Korea especially strong
- Reported impairment loss on increased losses at UNIQLO USA

UNIQLO International reported record results in fiscal 2015, with revenue increasing to ¥603.6 billion (+45.9%) and operating profit expanding to ¥43.3 billion (+31.6%). Greater China (Mainland China, Hong Kong and Taiwan) and South Korea proved the key drivers of growth.

UNIQLO Southeast Asia operating profit held steady while operating profit at UNIQLO Europe contracted following losses on the retirement of property, plant and equipment related to the renovation of our 311 Oxford Street global flagship store in London. Sales fell short of target and operating losses expanded at UNIQLO USA. This was partly due to the rapid expansion of the store network (+17), and the fact that the UNIQLO brand is not yet widely recognized in the US market.

UNIQLO Greater China revenue increased 46.3% to ¥304.4 billion and operating profit expanded 66.1% to ¥38.6 billion. UNIQLO Greater China boasted 467 stores as of 31 August 2015 and the whole UNIQLO International network expanded by 165 to 798 stores.



TOPICS

UNIQLO Intl. Poised to Overtake UNIQLO Japan

UNIQLO first stepped outside of Japan in September 2001. Sixteen years on, in fall 2015, the total number of UNIQLO International stores is expected to surpass UNIQLO Japan. UNIQLO is developing into a global casualwear brand that is appreciated by people all over the world. The first UNIQLO International store was located in London. It was a steep learning curve, but we made a breakthrough with our first store in Hong Kong in 2006. Located in the vibrant Tsim Sha Tsui shopping area, the Hong Kong store offered the same plentiful product ranges as stores in Japan and the same level of polite service, both of which delighted Hong Kong consumers, and secured UNIQLO's reputation as a popular local brand. We then opened a 1,500 square-meter large-format store in Shanghai's famous Super Brand Mall. The store was a huge success, and encouraged us to extend the Hong Kong business model to South Korea, Taiwan and Southeast Asian countries.

Today, UNIQLO Greater China constitutes roughly half of the UNIQLO International operation, generating annual revenue of over ¥300 billion, and an impressive operating profit margin of 12.7% in fiscal 2015. Our success in Greater China is founded on the fact that local customers recognize and appreciate our earnest desire to offer truly good clothes.

UNIQLO's next challenge lies in Southeast Asia, Europe and the United States. We believe we will enjoy worldwide success if we can effectively inform customers all over the world about the superior fit of UNIQLO clothes, their highly functional materials, colorful product ranges and elegant basic design. We aim to expand operations efficiently in all geographical areas by opening more regular-sized physical stores and flagship stores, and boosting e-commerce.



Theory



J BRAND



PRINCESSE tam•tam PARIS

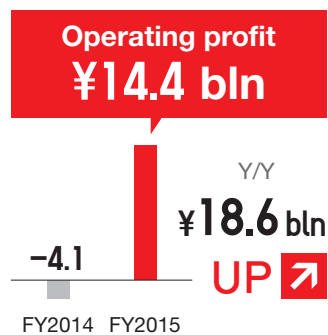
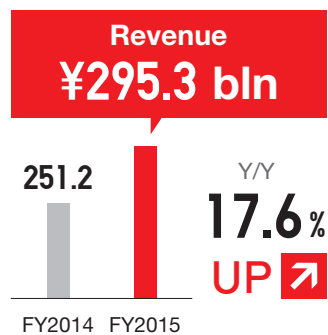
COMPTOIR DES COTONNIERS



Global Brands

- GU operating profit expands 174.9%
- Theory revenue up, profit down
- Reported impairment loss on persistent J Brand operating losses

Global Brands reported higher revenue and profit (Revenue: ¥295.3 billion (+17.6%), operating profit: ¥14.4 billion (v. ¥4.1 billion loss in fiscal 2014)), but the segment reported a ¥5.1 billion impairment loss on recurring J Brand losses. GU performed especially well, with revenue reaching ¥141.5 billion (+31.6%) and operating profit ¥16.4 billion (+174.9%). This strong performance was underpinned by GU's ability to flexibly increase production, and to attract customers of all ages by developing products that firmly capture the latest fashion trends, such as gaucho pants. GU boasted 314 stores in Japan and five stores elsewhere as of 31 August 2015. Operating profit at our Theory fashion brand contracted on lackluster US demand for luxury fashion. Our French fashion brand Comptoir des Cotonniers reported lower operating profit. J Brand reported higher operating losses on the downturn in the US premium denim market.



TOPICS

The Best Everyday Clothes Created by UNIQLO and Ines



UNIQLO Ines de la Fressange collaborative clothes have been amassing fans around the world since the first collection was launched in 2014 Spring Summer. The 2015 Fall Winter collection, inspired by classic movie scenes, offers modern clothes with a hint of classic elegance. Ines started out as a fashion model in France. She was known for many years as an iconic fashion muse before she became a designer herself, and later a businesswoman and journalist.

“Each individual piece expresses the ultimate in sophistication, but can actually be dressed down when mixed with a t-shirt and jeans. By mixing and matching various pieces, dressing well every day is always possible.” explains Ines.

UNIQLO and Ines work together to deliver the most coveted everyday clothes to people everywhere.



Ines de la Fressange

INES DE LA FRESSANGE
PARIS



RE-JEAN.

All Softness and Light

Miracle Air Skinny Fit Jeans

UNIQLO’s RE-JEAN collection, short for “reinventing jeans,” completely revolutionizes the concept of jeans. From 2015 Fall Winter, UNIQLO will offer Miracle Air Skinny Fit jeans for the ultimate light feel created in collaboration with leader synthetic fiber manufacturer Toray Industries and global denim manufacturer Kaihara. Miracle Air* is an ultra-light material developed by Toray Industries with a 55% hollow space inside each fiber. Kaihara’s superior technological knowledge is vital to the development UNIQLO’s Miracle Air jeans, which are approximately 20% lighter than previous jeans ranges, and amazingly soft. Designed for all-day comfort, they feel almost like air.



Miracle Air sectional view

*MIRACLE AIR is a Toray International trademark

Corporate Social Responsibility (CSR)

**A Socially
Valuable
Company**





Fast Retailing CSR Statement

“Making the World A Better Place”

Fast Retailing recognizes the vital importance of ensuring safe working environments and products across the whole supply chain. We have become more heavily involved in manufacturing processes and the monitoring of working conditions in pursuit of responsible procurement that upholds human rights in manufacturing facilities. We also seek to deliver joy and happiness by distributing clothes to people in need through our All-Product Recycling Initiative. Our clothing business has encouraged sweeping changes in the apparel industry. The challenge now is to use clothes-centric CSR activities to fuel social change, and make the world a better place.

Fiscal 2015 Major CSR Activities

All-Product Recycling Initiative: 16.32 million items donated

By the end of August 2015, Fast Retailing donated 16.32 million second-hand UNIQLO and GU items to refugees and displaced people through its partnership with the United Nations High Commissioner for Refugees (UNHCR). In fiscal 2015, we distributed 280,000 items of clothing to refugees in Jordan, and 80,000 pieces of mainly children’s clothing to refugees in Myanmar. Staff visited 238 schools to talk about the Power of Clothing Project, an important extension of the All-Product Recycling Initiative designed to teach students about recycling, environmental and social issues. Over 20,000 students have supported the project by organizing collection activities in their communities.



39.49 Million Items Collected
From 15 countries and regions

16.32 Million Items Donated
To 59 countries and regions

(End – August 2015)

Improve Working Environments Across Entire Supply Chain

We have been monitoring working environments at partner factories for some time. In fiscal 2015, we decided to extend this scheme to fabric manufacturers as part of our drive to improve working environments across our entire supply chain. We will conduct annual inspections and spot checks of working conditions and environmental impact at fabric manufacturers, which account for 70% of overall UNIQLO production. In July 2015, we joined the Fair Labor Association non-profit organization, which works to uphold human rights and safe working conditions in manufacturing facilities.



Use Traditional Bangladesh Clothing to Help Educate Women

In April 2015, UNIQLO stores began selling a women’s capsule collection inspired by traditional Bangladesh dress. Part of the proceeds is being used to help educate approximately 20,000 women working in UNIQLO and GU partner factories in Bangladesh. Non-profit organizations are advising our Factory Worker Empowerment Project on how to teach women about hygiene, nutrition and household management. The initiative also seeks to support women in the areas of pregnancy and childbirth, as well as health management, illness prevention and future planning.

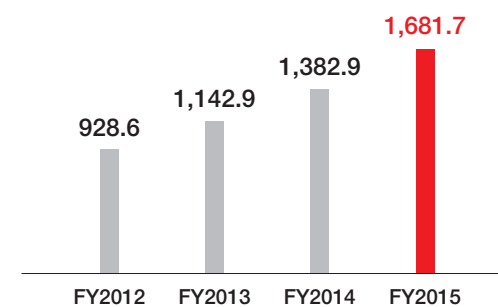


2 Financial Summary

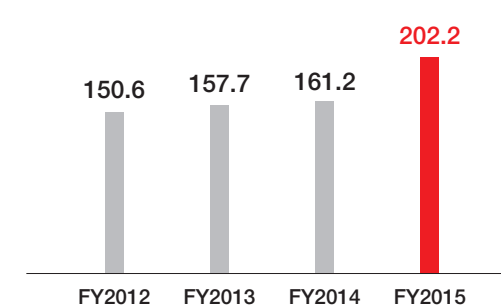
	JGAAP		IFRS ^(Note1)		
	FY2012	FY2013	FY2013	FY2014	FY2015
For the year (Millions of yen)					
Net sales/Revenue	928,669	1,143,003	1,142,971	1,382,935	1,681,781
EBITDA ^(Note2)	150,687	161,908	157,708	161,210	202,221
Operating income/Operating profit	126,450	132,920	134,101	130,402	164,463
Net income/Profit attributable to owners of the parent	71,654	90,377	104,595	74,546	110,027
At year-end (Millions of yen)					
Total assets	595,102	885,800	901,208	992,307	1,163,706
Total net assets/Total equity	394,892	579,591	589,726	636,041	774,804
Equity attributable to owners of the parent	386,744	559,397	570,428	618,381	750,937
Free cash flow ^(Note3)	92,330	35,538	36,890	54,272	61,786
Reference indices (%)					
Operating income margin/Operating profit margin	13.6	11.6	11.7	9.4	9.8
ROA/Ratio of profit to total assets ^(Note4)	12.7	12.2	13.9	7.9	10.2
ROE/Ratio of profit to equity attributable to owners of the parent ^(Note5)	20.4	19.1	21.7	12.5	16.1
Equity Ratio/Ratio of equity attributable to owners of the parent to total assets	65.0	63.2	63.3	62.3	64.5
Per share data (Yen)					
Net income/Profit attributable to owners of the parent (EPS)	703.62	887.12	1,026.68	731.51	1,079.42
Net assets/Equity per share attributable to owners of the parent	3,797.04	5,489.86	5,598.12	6,067.40	7,366.07
Dividend	260.00	290.00	290.00	300.00	350.00

(Notes) 1. The Group has applied International Financial Reporting Standards ("IFRS") to the Group's consolidated financial statements since the year ended 31 August 2014.
 2. EBITDA (JGAAP) = Operating income + Depreciation and amortization + Amortization of goodwill
 EBITDA (IFRS) = Operating profit + Depreciation and amortization
 3. Free cash flow = Net cash from operating activities + Net cash used in investing activities
 4. ROA = Profit for the year attributable to owners of the parent / Average total assets during the year
 5. ROE = Profit for the year attributable to owners of the parent / Average equity attributable to owners of the parent during the year

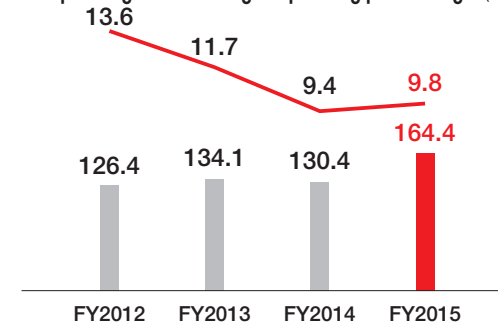
■ Net sales/Revenue (billion of yen)



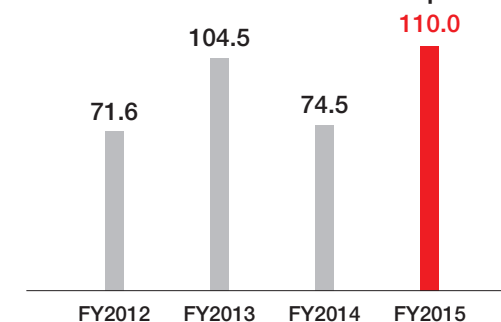
■ EBITDA (billion of yen)



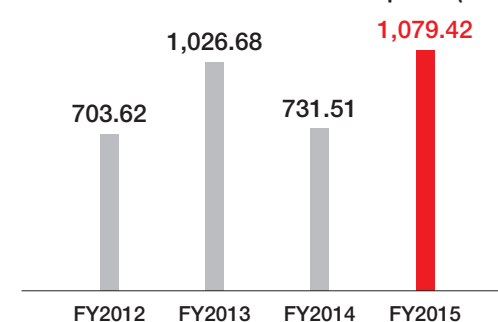
■ Operating income/Operating profit (billion of yen) — Operating income margin/Operating profit margin (%)



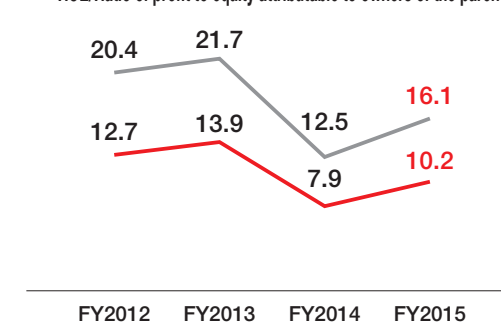
■ Net income/Profit attributable to owners of the parent (billion of yen)



■ Net income/Profit attributable to owners of the parent (Yen)

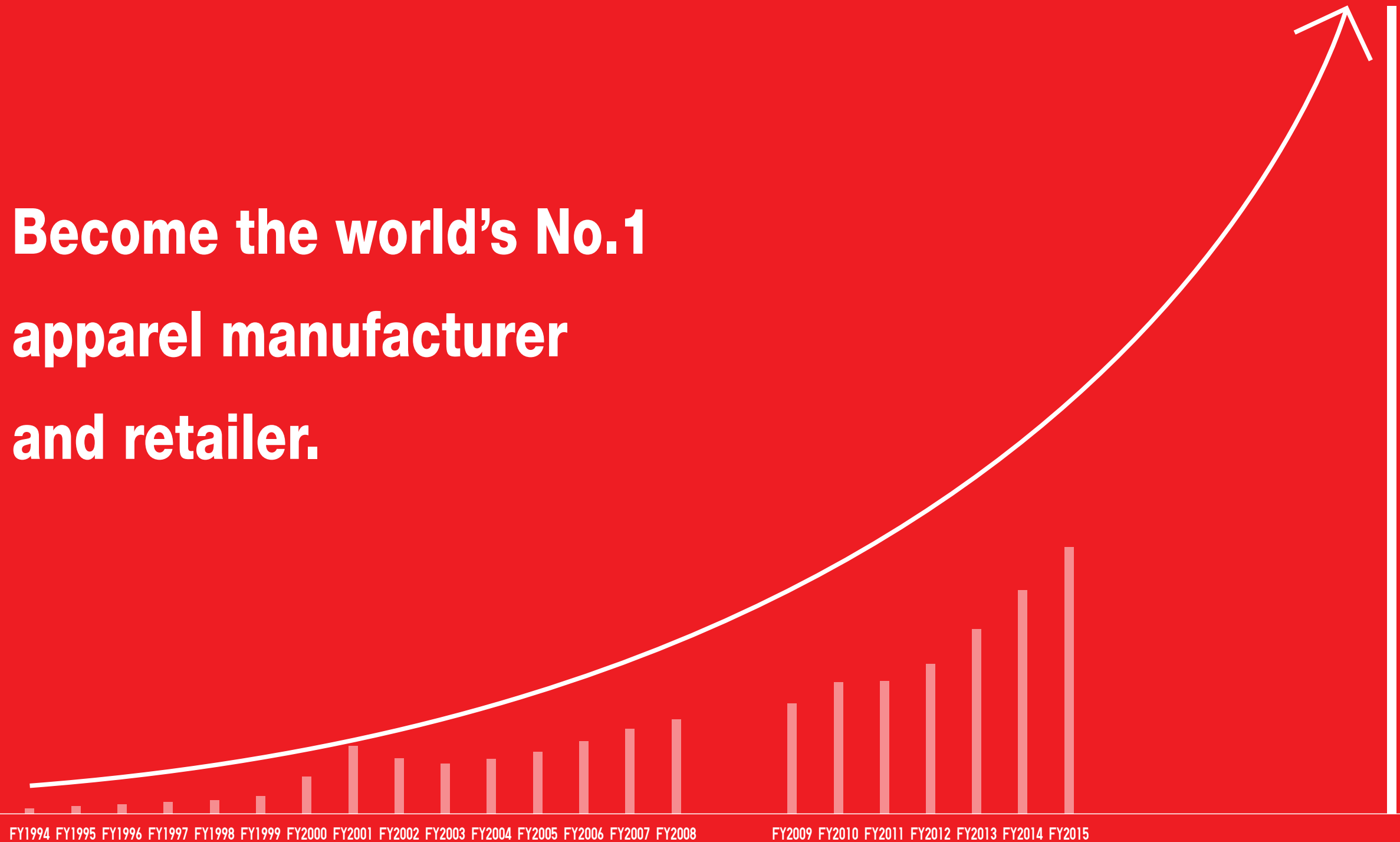


— ROA/Ratio of profit to total assets (%) — ROE/Ratio of profit to equity attributable to owners of the parent



Note : The numbers for the year ended 31 August 2012 were prepared in accordance with JGAAP. The numbers from the year ended 31 August 2013 were prepared in accordance with IFRS.

**Become the world's No.1
apparel manufacturer
and retailer.**





1. Promote Global One Management Principles

We are strengthening management functions and cooperation among our regional headquarters in Tokyo, New York, Paris, Shanghai and Singapore to help promote Global One management principles, and unify Group management across UNIQLO, GU, Theory and other operations. Global One encourages the use of best available global methods, and a self-motivated, united global approach to any challenge. Our FR Management Innovation Center (FR-MIC) is also working hard to nurture future global corporate leaders and managers.



2. Accelerate UNIQLO's Global Development

We are promoting UNIQLO's global development by expanding store networks in Greater China, South Korea and other parts of Asia and Oceania, as well as Europe and the United States. We are boosting awareness of the UNIQLO brand by opening global flagship stores and regional flagship stores in major cities worldwide, and polishing our global marketing. Boosting visibility is a top priority in the United States to help turn a profit as soon as possible.



3. Strengthen Development of Superior World-class Products

We are establishing dedicated R&D centers in Tokyo, New York, Shanghai, Paris, London and Los Angeles to pick up emerging global fashion trends early, and incorporate them swiftly into product development across our Group brands. UNIQLO's reputation is built upon its ability to offer the very best in basic casualwear, and we intend to continue providing perfectly finished world-class products that delight our customers and satisfy their casualwear needs.

4. Build the Optimum Global Production Network

We are strengthening partnerships with materials manufacturers so we can make even better casualwear items with UNIQLO's unique highly functional materials. We are building an effective procurement system to help guarantee a stable, mass supply of high-quality natural materials. We are also creating an optimum global network of production bases to help strengthen our manufacturing capabilities, and reduce the lead time on supplementary production orders.



5. Promote Stable Growth at UNIQLO Japan

We continue to boost the efficiency of our 841-strong UNIQLO Japan store network through our "scrap and build" policy of replacing smaller stores with larger ones. Over the medium term, we will encourage 50% of store staff to become local store employees and take an active role in determining community-focused product mixes, services and marketing. Building a community-based store network is the best way to ensure stable, sustainable growth.



6. Transform Industry through Digital Innovation

The spread of internet and mobile phones is fueling drastic changes in distribution. Our state-of-the-art Ariake distribution center will come on line spring 2016. The center will serve as a base for our new "digital flagship store," which is designed to transform the way we shop and distribute products by seamlessly linking physical and virtual stores. We seek to revolutionize traditional planning, manufacturing, distribution, sales and services through digital innovation.



7. Grow our Global Brands

Our GU fashion casualwear brand has helped carve a new business model for low-priced fashion. We are looking to expand GU in Japan and Asia, and target sales of ¥300 billion and operating profit of ¥40 billion in the medium term. We are expanding the Theory fashion label and other Global Brands by maximizing potential Group synergies, and will consider M&A of apparel brands that can boost Group growth.



8. Pursue CSR to Make the World a Better Place

Our corporate social responsibility focuses on projects that enrich people's lives and society at large, such as the distribution of secondhand UNIQLO and GU clothing to refugee camps through our All-Product Recycling Initiative, social business in Bangladesh, monitoring working conditions and environmental impact at our partner factories and fabric manufacturers, promoting diversity in the workplace and a healthy work-life balance for employees, and the active employment of people with disabilities.



4 Capital Expenditure

Capital expenditure for the consolidated fiscal year ended 31 August 2015 was ¥62.4 billion. This amount mainly resulted from capital expenditure of ¥44.6 billion for buildings, 8.8 billion yen for lease deposits for stores, ¥2.4 billion for financial assistance for construction projects, and ¥6.5 billion for intangible assets.

5 Financing

Not applicable.

6 Major Subsidiaries (as of 31 August 2015)

Name	Nominal value of issued ordinary / registered share capital (thousands)	Ownership Ratio of Voting Rights	Details of Main Business	Location
UNIQLO CO., LTD.	JPY1,000,000	100.0%	UNIQLO Japan	Yamaguchi/ Tokyo
UNIQLO EUROPE LIMITED	GBP40,000	100.0%	UNIQLO International	United Kingdom
FAST RETAILING (CHINA) TRADING CO., LTD.*	USD20,000	100.0%	UNIQLO International	People's Republic of China ("PRC")
FRL Korea Co., Ltd.	KRW24,000,000	51.0%	UNIQLO International	South Korea
LLC UNIQLO (RUS)	RUB1,310,010	100.0%	UNIQLO International	Russia
UNIQLO TRADING CO., LTD.*	USD30,000	100.0%	UNIQLO International	PRC
FAST RETAILING (SINGAPORE) PTE. LTD.	SGD86,000	100.0%	UNIQLO International	Singapore
UNIQLO (THAILAND) COMPANY LIMITED	THB700,000	75.0% (75.0%)	UNIQLO International	Thailand
PT. FAST RETAILING INDONESIA	IDR115,236,000	75.0% (75.0%)	UNIQLO International	Indonesia
UNIQLO AUSTRALIA PTY LTD	AUD21,000	100.0% (100.0%)	UNIQLO International	Australia
FAST RETAILING (SHANGHAI) TRADING CO., LTD. *	USD35,000	100.0%	UNIQLO International	PRC
FAST RETAILING FRANCE S.A.S.	EUR168,525	100.0%	Global Brands	France

Name	Nominal value of issued ordinary / registered share capital (thousands)	Ownership Ratio of Voting Rights	Details of Main Business	Location
Fast Retailing USA, Inc.	USD30,000	100.0%	UNIQLO International /Global Brands	United States of America ("USA")
J Brand, Inc.	USD394,248	100.0% (100.0%)	Global Brands	USA
J BRAND Japan Co., LTD.	JPY10,000	100.0%	Global Brands	Japan
G.U. CO., LTD.	JPY10,000	100.0%	Global Brands	Japan
LINK THEORY JAPAN CO., LTD.	JPY10,000	100.0%	Global Brands	Japan
COMPTOIR DES COTONNIERS JAPAN CO., LTD.	JPY33,775	100.0% (100.0%)	Global Brands	Japan

(Note) The figure in parentheses in the "Ownership Ratio of Voting Rights" column indicates the ratio of voting rights held by the Group subsidiary.

● Main facilities of the Company (FAST RETAILING CO., LTD.) are located in Yamaguchi and Tokyo.

* The English names of all subsidiaries established in the PRC are translated for identification only.

7 Number of Stores by Business Segment

(Unit: Stores)

	FY2014	FY2015		
	End Aug.	Open	Close	End Aug.
UNIQLO Japan:	852	45	56	841
Directly operated	831	36	56	811
Large-scale	199	15	6	208
Standard	632	21	50	603
Franchise	21	9	0	30
UNIQLO International:	633	182	17	798
China	306	91	10	387
Hong Kong	22	4	1	25
Taiwan	46	9	0	55
South Korea	133	26	4	155
Singapore	18	5	0	23
Malaysia	21	4	0	25
Thailand	20	4	1	23
The Philippines	16	7	0	23
Indonesia	4	4	0	8
Australia	1	5	0	6
U.S.	25	17	0	42
U.K.	10	0	1	9
France	6	2	0	8
Russia	4	4	0	8
Germany	1	0	0	1
Global Brands:	1,268	132	61	1,339
GU	276	60	17	319
Theory*	460	63	19	504
Comptoir des Cotonniers*	374	9	15	368
Princesse tam.tam.*	152	0	7	145
J Brand	6	0	3	3
Total	2,753	359	134	2,978

* including franchise stores

Note: This table does not include mina or Grameen UNIQLO.

8 Employees (as at 31 August 2015)

(1) Employees of the Group

Number of Employees	Change from Previous Consolidated Fiscal Year
41,646	+11,198

(Note) The number of employees does not include entrusted operating officers, junior employees, part-time workers or temporary staff seconded from other companies.

(2) Employees of the Company

Number of Employees	Change from Previous Fiscal Year	Average Age	Average Years of Service
1,234	+146	36 years and 11 months	5 years and 1 months

(Note) The number of employees does not include entrusted operating officers, junior employees, part-time workers or temporary staff seconded from other companies.

9 Principal Lenders (as at 31 August 2015)

Lender	Loan Balance
Sumitomo Mitsui Financial Group, Inc.	14,832 million yen
Mitsubishi UFJ Financial Group, Inc.	6,839 million yen
Mizuho Financial Group, Inc.	1,087 million yen

10 Miscellaneous Significant Items Relating to the Group

Not applicable.

2. COMPANY

1 Shares (as at 31 August 2015)

(1) Total number of shares authorized for issue	300,000,000 shares
(2) Total number of shares outstanding	106,073,656 shares
(3) Number of shareholders	7,191 shareholders
(4) Number of shares per trading unit	100 shares

(5) Major shareholders with the 10 highest ratios of number of shares outstanding

Major Shareholder	Investment in the Company	
	Number of Shares Held	Percentage of Shares Held
Tadashi Yanai	22,987 thousand	22.55%
The Master Trust Bank of Japan, Ltd. (Trust account)	12,963 thousand	12.72%
Japan Trustee Services Bank, Ltd. (Trust account)	9,122 thousand	8.95%
TTY Management B.V.	5,310 thousand	5.21%
Kazumi Yanai	4,781 thousand	4.69%
Koji Yanai	4,780 thousand	4.69%
Fight & Step Co., Ltd.	4,750 thousand	4.66%
Trust & Custody Services Bank, Ltd. (Securities investment trust account)	3,640 thousand	3.57%
MASTERMIND Co., Ltd.	3,610 thousand	3.54%
BNP Paribas Securities (Japan) Limited	3,459 thousand	3.39%

(Note) The investment ratio is calculated excluding treasury stock (4,128,255 shares).

2 COMPANY OFFICERS

(1) Directors and Statutory Auditors (as at 31 August 2015)

Position and Responsibilities	Name	Other Significant Concurrent Offices Held
Representative Director; Chairman, President & CEO	Tadashi Yanai	External Director, Softbank Group Corp. Chairman, President and CEO of UNIQLO CO., LTD. Director of 18 other subsidiaries of the Company External Director, Nippon Venture Capital Co., Ltd.
Director	Toru Hambayashi	External Director, UNITIKA LTD. External Director, MAEDA CORPORATION Adviser, The Association for the Promotion of International Trade, Japan External Director, DAIKYO INCORPORATED
Director	Nobumichi Hattori	External Director, Miraca Holdings Inc. Visiting Associate Professor, Graduate School of International Corporate Strategy, Hitotsubashi University Visiting Professor, Waseda Graduate School of Finance, Accounting and Law External Statutory Auditor, Frontier Management Inc. External Director, Hakuhodo DY Holdings Inc.
Director	Toru Murayama	Visiting Professor, Faculty of Science and Engineering, Waseda University President, Office Murayama
Director	Masaaki Shintaku	Vice Chairman, Special Olympics Nippon Foundation Advisory Board Member, NTT DOCOMO, INC. External Director, COOKPAD Inc.
Director	Takashi Nawa	Professor, The Graduate School of International Corporate Strategy, Hitotsubashi University President, Genesys Partners Senior Advisor, Boston Consulting Group External Director, NEC Capital Solutions President, Next Smart Lean Co., Ltd. External Director, DENSO CORPORATION External Director, Ajinomoto Co., Inc.
Standing Statutory Auditor	Akira Tanaka	Representative Director, FR Health Insurance Organization
Standing Statutory Auditor	Masaaki Shinjo	Auditor, FAST RETAILING (CHINA) TRADING CO., LTD. and 5 other subsidiaries of the Company
Statutory Auditor	Takaharu Yasumoto	External Statutory Auditor, UNIQLO CO., LTD. Statutory Auditor, LINK THEORY JAPAN CO., LTD. President, Yasumoto CPA Office External Statutory Auditor, ASKUL Corporation External Statutory Auditor, UBIC, Inc.
Statutory Auditor	Akira Watanabe	Non-Executive Director, JAPAN PILE CORPORATION External Director, MAEDA CORPORATION External Director, MS&AD Insurance Group Holdings, Inc. External Statutory Auditor, KADOKAWA DWANGO CORPORATION External Director, Dunlop Sports Co. Ltd.
Statutory Auditor	Keiko Kaneko	External Statutory Auditor, UNIQLO CO., LTD. Partner, Anderson Mori, & Tomotsune External Statutory Auditor, The Asahi Shimbun Company

(Notes)

1. Directors Toru Hambayashi, Nobumichi Hattori, Toru Murayama, Masaaki Shintaku, and Takashi Nawa are External Directors as provided for in Article 2, Paragraph 15 of the Companies Act, and Toru Hambayashi, Nobumichi Hattori, and Masaaki Shintaku are registered at the Tokyo Stock Exchange to serve as independent officers.
2. Director Toru Murayama is the president of Kabushiki Kaisha Office Murayama, and the Company has entered into a consulting business outsourcing agreement regarding management human resources development, etc. with that company.
3. Takaharu Yasumoto, Akira Watanabe, and Keiko Kaneko are External Statutory Auditors as provided for in Article 2, Paragraph 16 of the Companies Act, and are registered with the Tokyo Stock Exchange to serve as independent officers.
4. Statutory Auditor Takaharu Yasumoto is a certified public accountant and has considerable knowledge in financial matters and accounting.
5. UNIQLO CO., LTD., FAST RETAILING (CHINA) TRADING CO., LTD., and LINK THEORY JAPAN CO., LTD. are wholly owned subsidiaries of the Company.
6. There are no special interests between the Company and any of the other companies at which the above Directors and Statutory Auditors hold concurrent positions.

(2) Outline of the Agreements for Limitation of Liability

The Company has entered into agreements with the External Directors and External Statutory Auditors based on provisions of Article 427, Paragraph 1 of the Companies Act, which limit liability for damages provided for in Article 423, Paragraph 1 of the same act.

Under these agreements, the limit of liability in damages for all External Directors and External Statutory Auditors shall be limited to the higher amount of either 5,000,000 yen or the amount stipulated by law.

(3) Total Amount of Remuneration for the Directors and Statutory Auditors for the fiscal year ended 31 August 2015

Classification	Number of Officers	Amount of Paid Remuneration	Summary
Directors (External Directors included)	6 (5)	290 million yen (50 million yen)	Maximum annual remuneration of 1,000 million yen determined by resolution of the annual general meeting of shareholders (24 November 2006)
Statutory Auditors (External Statutory Auditors included)	5 (3)	65 million yen (30 million yen)	Maximum annual remuneration of 100 million yen determined by resolution of the annual general meeting of shareholders (26 November 2003)
Total (External Directors and External Statutory Auditors included)	11 (8)	355 million yen (80 million yen)	

(Notes)

1. The total amount of remuneration received by External Directors and External Statutory Auditors holding concurrent directorships at subsidiary firms in the current fiscal year was 9 million yen.
2. The number of directors as at 31 August 2015 is 6 directors and 5 statutory auditors.

3 Ensuring Proper Business Operations (Corporate Governance)

(1) Our Approach to Corporate Governance

Fast Retailing's ultimate aim is to become a leading global apparel retailing group that enjoys consistent growth in harmony with society and the era in which it operates. We are keenly aware of the importance of fulfilling our social responsibility as a company, and providing customers with satisfying products and services. To that aim, we actively promote strong corporate governance that helps boost the independence and supervisory powers of the Board of Directors, and promotes swift, transparent management.

(2) Establishing Strong Internal Control Systems

The Company seeks to ensure its business operations are legitimate, fair and efficient by establishing a system of internal controls that covers the entire Fast Retailing Group (FR Group) and which adheres strictly to the Group's policies and rules, including the Group's management principles, the Fast Retailing Way (FR Way) and the Fast Retailing Group Code of Conduct (FR Code of Conduct). At its meeting on 18 June 2015, the Board decided to revise its basic stance on internal controls as listed below, to reflect revisions to the Companies Act and other applicable laws and regulations.

A. Ensuring FR Group Directors' Duties Comply with Laws, Regulations and Articles of Incorporation

1. Directors and Group officers (collectively, Directors) of all FR Group companies comply faithfully with the Group's management principles, the FR Way, the FR Code of Conduct, and other internal company rules and regulations, and promote strict adherence to corporate ethics and compliance across the Group as a whole. The Directors also ensure the effectiveness of the Company's rules and principles by reviewing them regularly and revising them when necessary to reflect changes in society and company business activities, and the operation of the FR Code of Conduct.
2. The Company appoints either the Group officer overseeing the Legal Department or the head of the Legal Department as compliance officer, tasked with establishing Company and Group-wide compliance frameworks and resolving compliance-related issues.
3. The Company promotes fairness and transparency in senior management decision-making by appointing two or more External Directors to the Board of Directors. Statutory Auditors for the Company or Group subsidiaries may attend the Board meetings of companies they audit and express timely opinions. Company or Group subsidiary Directors may engage external lawyers, certified public accountants, etc. to avoid potential violation of laws and implement preventive measures. If Company or Group subsidiary Directors discover another Director has acted illegally, they must report immediately to the Statutory Auditors, the President, and the compliance officer.

B. Ensuring FR Group Employees' Duties Comply with Laws, Regulations and Articles of Incorporation

1. Company and Group subsidiary Directors are responsible for establishing a framework to ensure that all Group employees comply with the management principles, the FR Way, the FR Code of Conduct and other internal company rules. They are also responsible for training employees in compliance awareness.
2. The Company has an Internal Audit Department that supervises the FR Group's internal control systems, and a Legal Department that oversees compliance.
3. If Directors of the Company or Group subsidiaries discover a legal or compliance violation, they should report the matter immediately to other Directors. Any serious legal violation should be reported immediately to the Statutory Auditors, the President and the compliance officer.
4. The Company has set up an internal reporting system (hotline) for Directors and employees of the Company or Group subsidiaries to report illegal actions or compliance violations.
5. The Code of Conduct Committee, which includes external specialists such as lawyers and certified public accountants, conducts regular reviews of compliance maintenance and the hotline operation, and makes necessary improvements. If Directors of the Company or Group subsidiaries detect a problem with the hotline operation, they should apply to the Code of Conduct Committee and request improvements.

C. Data Storage and Management Relating to Execution of FR Group Directors' Duties

The documents listed below relating to Company and Group subsidiary Directors' duties are retained as proof of decision-making and business-execution processes, as stipulated by law, Articles of Incorporation, and Rules of Board of Directors and Company regulations and guidelines on document management and confidential information. These documents are stored and managed appropriately and can be easily retrieved for reference or inspection during the legally required storage period.

- Shareholders meeting minutes and relevant documentation
- Board meeting minutes and relevant documentation
- Minutes of important meetings held by Directors and relevant documentation
- Minutes of other meetings held by important employees and relevant documentation

D. Managing Risk of Losses to FR Group

1. The Company regularly analyzes risks relating to the Company and Group subsidiaries to identify risks that could, directly or indirectly, cause financial loss, interrupt or stop business, damage brand images or the credibility of the Company or FR Group, and manages any risks accordingly.
2. If unforeseen circumstances should arise, a task force headed by the President or a Director appointed by the President shall be established to prevent increased losses and minimize damage. For a faster response, the task force may organize an external advisory team including lawyers and certified public accountants.

E. Ensuring Efficient Execution of Directors' Duties

1. To ensure that the duties of Company and Group subsidiary Directors are performed efficiently, the Company holds regular monthly meetings of the Board of Directors, which includes a number of External Directors, and holds ad hoc meetings when necessary. Group subsidiaries which have their own Board of Directors also hold Board meetings as stipulated by law.
2. Important matters concerning Company and Group management policy and management strategy shall be discussed beforehand at the weekly management meeting (Monday Meeting) chaired by the President, and decisions taken after due deliberation.
3. The execution of decisions made by the Board of Directors shall be conducted efficiently and appropriately by the Group officers designated by the Board.

F. Ensuring Reliable FR Group Financial Reports

Systems have been established to ensure reliable financial reporting of Company and FR Group subsidiary activities, and the appropriate acquisition, holding and disposal of assets. These activities are closely monitored. The Company has also established a Disclosure Committee to ensure the Company and Group subsidiaries disclose information in a timely and appropriate manner.

G. Ensuring Proper Execution of Corporate Groups Formed by Company and FR Group Subsidiaries

1. To ensure appropriate operations of FR Group companies, all Group companies are required to uphold the management principles, the FR Way and the FR Code of Conduct. These principles also underpin the rules and regulations used when establishing entrusted individual Group companies. While respecting their autonomy, the Company oversees affiliated companies by determining their rules of business and requiring them to refer important items to the Company for consultation or final determination. The Company

monitors affiliates if necessary. If Directors of Group subsidiaries discover any legal violations or serious compliance breaches, they should report them to the Statutory Auditors, the President and compliance officer.

2. If Directors of Group subsidiaries consider the Company's management principles or guidelines violate the law, undermine corporate ethics in a specific country, or create a compliance problem, they shall report to the Internal Audit Department or the Legal Department. Those departments shall report swiftly to the Board of Statutory Auditors, the President and the compliance officer, and request appropriate improvements.

H. Employee Assistants Requested by Statutory Auditors, and ensuring Their Independence and Effectiveness of Statutory Auditors' Instruction Towards Employee Assistants

1. Upon receiving a request from the Board of Statutory Auditors, the Company shall establish rules to determine which employees assist the Statutory Auditors with their duties, and assign appropriate internal personnel to the Statutory Auditors or employ external lawyers or certified public accountants. To ensure assistants are independent of the Directors, their performance will be evaluated by Statutory Auditors, and the Board of Statutory Auditors will approve decisions made by the Board of Directors on their assignment, dismissal, transfer and wages, etc.
2. Assistants shall report directly to the Statutory Auditors and may not hold concurrent positions that involve the execution of Company's business.

I. Director and Employee Reporting to Statutory Auditors, and Other Reports

1. Directors and employees of the Company and Group subsidiaries shall report any important matters that might impact the Company's operations or corporate performance to the Statutory Auditors. Irrespective of these rules, the Statutory Auditors may request reports from Directors or employees of the Company, or Directors, employees and Statutory Auditors of Group subsidiaries if necessary.
2. The Company and Group subsidiaries shall uphold the Group's management principles, the FR Way and the FR Code of Conduct, and maintain frameworks for reporting legal violations or breaches of compliance rules to the Statutory Auditors. If the Statutory Auditors judge there is a problem with this framework, they can inform the Directors and the Board of Directors and request improvements.
3. The Company has made it widely known to Directors and employees across the entire FR Group that using reports submitted to Statutory Auditors to penalize the submitter is forbidden. Submitted reports are protected by strict information management systems.
4. Statutory Auditors communicate closely with the accounting auditor, the Internal Audit Department, and Statutory Auditors at Group companies through regular meetings and information exchange.

J. Policy on Prepayment or Reimbursement of Expenses for Statutory Auditors

If Statutory Auditors submit requests for prepayment or reimbursement of expenses incurred during the course of their duties, the Company shall pay invoices or settle debts swiftly, unless it proves the requested expenses or debt were not necessary to the performance of the Statutory Auditor's duties.

K. Other Matters Ensuring Efficient Audits by Statutory Auditors

1. Statutory Auditors attend Board of Directors meetings and other important meetings to observe the reporting and discussion of significant issues. They may voice opinions if necessary.
2. The President meets regularly with Statutory Auditors to consult on pressing issues, ensure appropriate auditing environments, and exchange views on significant issues highlighted in the auditing process.

L. Eliminating Anti-social Forces

The Company works to extinguish anti-social forces by incorporating the following content in the FR Code of Conduct, and informing all executives and employees of its uncompromising stance:

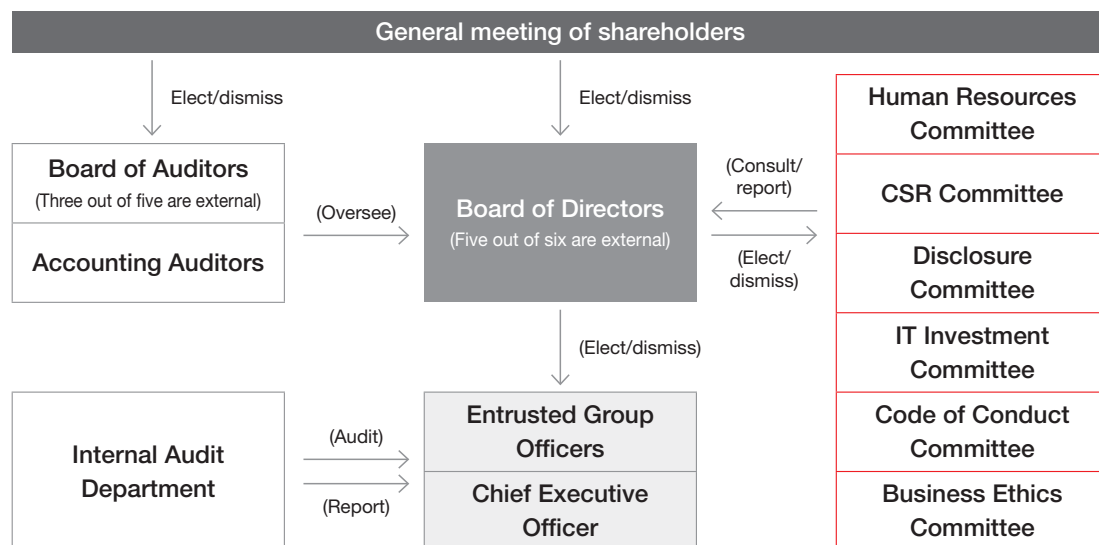
1. The Company adopts a firm stand against and refuses to engage with anti-social forces. The Company forbids the use of financial payments to resolve unreasonable claims from anti-social forces.
2. The Company forbids the use of anti-social forces for Company or individual gain.

(3) Fast Retailing's Fundamental Policies in Action

As the key decision-making body on management and business execution, the Board of Directors meets at least once a month to discuss and determine key issues. In addition, management strategies or business plans mandated by the Board can be swiftly revised at the weekly management meeting (Monday Meeting) chaired by the President. Five External Directors and three External Statutory Auditors voice frank, timely views at Board meetings, and carefully supervise company management and business.

The Company has established several committees, which include External Directors and Statutory Auditors, to complement the functions of the Board of Directors. These committees meet regularly, and encourage open discussion and swift decision-making.

Below is a diagram of our corporate governance systems.



Roles and activities of the committees are as follows.

■ **Human Resources Committee**

The Human Resources Committee is responsible for the discussion of important organizational changes and adjustments to the human resources system of the Fast Retailing Group, and offering its views and suggestions to the Board of Directors.

■ **CSR Committee**

The CSR Committee discusses and determines the direction of the Company’s CSR policies covering matters such as environmental protection, social contribution, compliance and diversity, and creates and publishes CSR reports. The CSR Committee is chaired by the head of the CSR department, and the members include outside experts and external statutory auditors as well as Group officers. The committee held 2 meetings during the 54th fiscal year.

■ **Disclosure Committee**

The Disclosure Committee, headed by the official in charge of disclosing information to the Tokyo Stock Exchange (TSE), is responsible for increasing the transparency of the Company’s management, through its aim: “disclosure of information that is timely, accurate, fair and easy to understand.” The Committee is responsible for making decisions about the timing and content of timely disclosures and voluntary disclosures to the TSE regarding matters it determines to have potential material impact on the investment decisions of shareholders and investors. The committee held 16 meetings during the 54th fiscal year.

■ **IT Investment Committee**

The Investment Committee’s role is to deliberate and decide IT investment policy at the executive level, for the purpose of optimizing the allocation of resources in information systems and advancing the Company’s business. In addition, this committee formulates IT

investment budgets and examines the suitability and investment return of specific undertakings together with external specialized organizations. The committee held 8 meetings during the 54th fiscal year.

■ **Code of Conduct Committee**

The Code of Conduct Committee is responsible for deliberating and responding to violations of the Fast Retailing Code of Conduct (“FR Code of Conduct”), as well as advising on the operation of hotlines, and ensuring that the Company’s executives and employees are fully aware of the requirements of the FR Code of Conduct. The Committee is chaired by the head of the general administration/employee satisfaction promotion department, and includes auditors, advisors and attorneys.

■ **Business Ethics Committee**

The purpose of this committee is to ensure that the Group does not use its advantageous position to exert undue pressure on vendor companies (production factories, suppliers, etc.). The committee provides advice and counsel to departments involved, based on surveys of business conditions and suppliers conducted by external organizations. The Committee is chaired by the head of the CSR department, and includes auditors, advisors and attorneys. The committee held 12 meetings during the 54th fiscal year.

Below is a diagram of composition of directors and statutory auditors for each committee.

● Committee Member

		Human Resources Committee	CSR Committee	Disclosure Committee	IT Investment Committee	Code of Conduct Committee	Business Ethics Committee
Internal Director	Yanai	●		●	Chairman		
	Hambayashi	Chairman					
External Director	Hattori						
	Murayama				Observer		
	Shintaku				Observer		
Standing Statutory Auditor	Nawa	●					
	Tanaka	●	●			●	●
External Statutory Auditor	Shinjo			●	●		●
	Yasumoto		●				●
External Statutory Auditor	Watanabe						●
	Kaneko	●				●	
Number of Group Officers, External Specialists, etc.		4	12	6	3	7	4

Notes: The head of the CSR Department chairs both the CSR Committee and the Business Ethics Committee.
The Disclosure Committee is chaired by the individual responsible for disclosing information to the Tokyo Stock Exchange.
The head of the General Administration & Employee Satisfaction Department chairs the Code of Conduct Committee.
The required notification pertaining to independent officers has been submitted to the Tokyo Stock Exchange for Toru Hambayashi, Nobumichi Hattori, Masaaki Shintaku, Takaharu Yasumoto, Akira Watanabe and Keiko Kaneko.

4 Policy on Determination of Dividends from Surplus

The Company regards the distribution of profits to shareholders as one of its most important considerations. Our basic policy is to constantly increase earnings and to provide ongoing, appropriate profit distribution based on performance.

Our policy is to pay dividends that reflect business performance after taking into consideration funds needed to expand business, improve revenues, and ensure the financial soundness of the Group.

Based on the policy outlined above and the earnings of the fiscal year ended 31 August 2015, we plan to pay a year end dividend of ¥175 per share with decision of the Board of Directors. Together with the ¥175 interim dividend per share, this will bring the total annual dividend for the current fiscal year to ¥350.

Consolidated Financial Statements



Consolidated Financial Statements (IFRS)

Consolidated Statement of Financial Position (As at 31 August 2015)

(Millions of yen)

Item	As at 31 August 2014	As at 31 August 2015	Item	As at 31 August 2014	As at 31 August 2015
Assets			Liabilities		
Current assets	717,037	874,394	Current liabilities	273,196	292,242
Cash and cash equivalents	314,049	355,212	Trade and other payables	185,119	181,577
Trade and other receivables	47,428	44,777	Derivative financial liabilities	1,012	100
Other current financial assets	9,119	22,593	Other current financial liabilities	12,696	15,471
Inventories	223,223	260,006	Income taxes payable	32,750	36,763
Derivative financial assets	99,125	157,490	Provisions	16,154	22,615
Income taxes receivable	11,951	18,564	Others	25,462	35,714
Others	12,139	15,748	Non-current liabilities	83,069	96,658
Non-current assets	275,270	289,311	Non-current financial liabilities	27,604	25,513
Property, plant and equipment	114,398	129,340	Provisions	7,694	10,203
Goodwill	26,715	27,165	Deferred tax liabilities	37,387	47,272
Other intangible assets	46,968	40,991	Others	10,383	13,668
Non-current financial assets	71,293	75,940	Total liabilities	356,265	388,901
Deferred tax assets	11,257	11,107	Equity		
Others	4,636	4,766	Equity attributable to owners of the parent	618,381	750,937
			Capital stock	10,273	10,273
			Capital surplus	9,803	11,524
			Retained earnings	525,722	602,623
			Treasury stock, at cost	(15,790)	(15,699)
			Other components of equity	88,371	142,214
			Non-controlling interests	17,660	23,867
			Total equity	636,041	774,804
Total assets	992,307	1,163,706	Total liabilities and equity	992,307	1,163,706

(Note) Amounts are rounded down to the nearest million Japanese Yen.

Consolidated Statement of Profit or Loss (Year ended 31 August 2015)

(Millions of yen)

Item	Year ended 31 August 2014	Year ended 31 August 2015
Revenue	1,382,935	1,681,781
Cost of sales	(683,161)	(833,243)
Gross profit	699,773	848,538
Selling, general and administrative expenses	(549,195)	(671,863)
Other income	7,025	8,782
Other expenses	(27,200)	(20,992)
Operating profit	130,402	164,463
Finance income	6,001	17,354
Finance costs	(933)	(1,141)
Profit before income taxes	135,470	180,676
Income taxes	(56,133)	(63,287)
Profit for the year	79,337	117,388
Attributable to:		
Owners of the parent	74,546	110,027
Non-controlling interests	4,790	7,360
Total	79,337	117,388

(Note) Amounts are rounded down to the nearest million Japanese Yen.

Financial Statements

Balance Sheet (As at 31 August 2015)

Item	(Millions of yen)		Item	(Millions of yen)	
	As at 31 August 2014	As at 31 August 2015		As at 31 August 2014	As at 31 August 2015
Assets			Liabilities		
Current assets	247,570	269,886	Current liabilities	48,231	31,043
Cash and deposits	46,673	145,192	Accounts payable	3,178	4,251
Trade accounts receivable	12,679	11,818	Accruals	1,173	715
Short-term investment securities	131,622	39,943	Deposits received	42,435	23,939
Short-term loans receivable from subsidiaries and affiliates	34,275	49,226	Allowance for bonuses	1,283	1,614
Income taxes receivable	11,481	17,979	Others	160	521
Accounts receivable from subsidiaries and affiliates	8,962	3,036	Non-current liabilities	4,625	2,959
Deferred tax assets	—	867	Guarantee deposits received	1,127	1,126
Others	1,877	1,821	Deferred tax liabilities	3,012	1,072
Allowance for doubtful accounts	(1)	(0)	Others	486	759
Non-current assets	137,542	140,122	Total liabilities	52,857	34,002
Property, plant and equipment	3,116	2,815	Net assets		
Buildings	1,745	1,448	Shareholders' equity	335,136	373,023
Structures	91	86	Capital stock	10,273	10,273
Tools, furniture and equipment	116	119	Capital surplus	6,435	7,129
Land	1,158	1,158	Capital reserve	4,578	4,578
Leased assets	4	2	Other capital surplus	1,856	2,550
Intangible assets	17,333	11,377	Retained earnings	334,217	371,318
Software	11,849	10,179	Legal reserve	818	818
Software in progress	5,403	1,124	Other retained earnings	333,399	370,500
Others	80	73	Special reserve fund	185,100	185,100
Investments and other assets	117,092	125,930	Retained earnings carried forward	148,299	185,400
Investment securities	439	553	Treasury stock	(15,790)	(15,699)
Investments in subsidiaries and affiliates	74,922	75,810	Valuation and translation adjustments	(4,515)	329
Investments in capital of subsidiaries and affiliates	11,069	12,629	Unrealized gains/(losses) on available-for-sale securities	(4,515)	329
Long-term loans receivable from subsidiaries and affiliates	24,034	29,898	Share subscription rights	1,634	2,654
Leases and guarantee deposits	5,314	5,986	Total net assets	332,255	376,007
Others	1,310	1,051	Total liabilities and net assets	385,113	410,009
Allowance for doubtful accounts	(0)	(0)			
Total assets	385,113	410,009			

(Note) Amounts are rounded down to the nearest million Japanese Yen.

Statement of Income (Year ended 31 August 2015)

Item	(Millions of yen)	
	Year ended 31 August 2014	Year ended 31 August 2015
Operating revenue	77,438	119,071
Operating expenses	33,961	41,227
Operating income	43,477	77,844
Non-operating income	3,753	11,683
Interest income	62	292
Interest income from investment securities	86	39
Foreign exchange gains	3,508	11,218
Others	96	132
Non-operating expenses	308	282
Interest expenses	14	42
Others	294	239
Ordinary income	46,921	89,245
Extraordinary income	427	1,775
Gain on sales of investments in short-term investment securities	—	1,773
Gain from discharge of indebtedness	427	—
Others	—	1
Extraordinary losses	23,499	23,212
Losses on retirement of non-current assets	—	9
Losses on sales of investments in short-term investment securities	—	1,081
Impairment losses of investments in investment securities	23,499	15,591
Impairment losses	—	6,530
Income before income taxes	23,849	67,808
Income taxes – current	(91)	586
Income taxes – deferred	605	(3,005)
Net income	23,336	70,227

(Note) Amounts are rounded down to the nearest million Japanese Yen.

Auditors' Report

(Translation) Auditors' Report on Consolidated Financial Statements

Independent Auditors' Report

21 October 2015

The Board of Directors
FAST RETAILING CO., LTD.

Ernst & Young ShinNihon LLC

Certified Public Accountant
Designated and Engagement Partner **Shigeyuki Amimoto**

Certified Public Accountant
Designated and Engagement Partner **Shuji Kaneko**

Certified Public Accountant
Designated and Engagement Partner **Yoshihisa Shibayama**

Pursuant to Article 444, Section 4 of the Companies Act, we have audited the accompanying consolidated financial statements, which comprise the consolidated statement of financial position, the consolidated statement of profit or loss, the consolidated statement of changes in equity and the notes to the consolidated financial statements of FAST RETAILING CO., LTD. (the "Company") applicable to the fiscal year from 1 September 2014 through 31 August 2015.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards with some omissions of disclosure items pursuant to the latter part of Paragraph 1, Article 120 of the Ordinance on Company Accounting, and for designing and operating such internal control as management determines is necessary to enable the preparation and fair presentation of the consolidated financial statements are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including an assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. The purpose of an audit of the consolidated financial statements is not to express an opinion on the effectiveness of the entity's internal control, but in making these risk assessments, the auditors consider internal controls relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements prepared in accordance with International Financial Reporting Standards with certain disclosure items omitted pursuant to the latter part of paragraph 1, Article 120 of the Ordinance on Company Accounting referred to above, present fairly, in all material respects, the financial position and results of operations of FAST RETAILING CO., LTD. and its consolidated subsidiaries, for the fiscal year ended 31 August 2015.

Conflicts of Interest

We have no interest in the Company which should be disclosed in compliance with the Certified Public Accountants Act.

(Note)

This is an English translation of the original Japanese Independent Auditors' Report issued by Ernst & Young ShinNihon LLC in connection with the audit of the consolidated financial statements of the Company prepared in Japanese, for the year ended 31 August 2015. Ernst & Young ShinNihon LLC has not audited the English language version of the consolidated financial statements for the above-mentioned year.

(Translation) Auditors' Report on Financial Statements

Independent Auditors' Report

21 October 2015

The Board of Directors
FAST RETAILING CO., LTD.

Ernst & Young ShinNihon LLC

Certified Public Accountant
Designated and Engagement Partner **Shigeyuki Amimoto**

Certified Public Accountant
Designated and Engagement Partner **Shuji Kaneko**

Certified Public Accountant
Designated and Engagement Partner **Yoshihisa Shibayama**

Pursuant to Article 436, Section 2, Paragraph 1 of the Companies Act, we have audited the accompanying financial statements, which comprise the balance sheet, the statement of income, the statement of changes in net assets, the notes to the financial statements and the related supplementary schedules of FAST RETAILING CO., LTD. (the "Company") applicable to the 54th fiscal year from 1 September 2014 through 31 August 2015.

Management's Responsibility for the Financial Statements and the Related Supplementary Schedules

Management is responsible for the preparation and fair presentation of these financial statements and the related supplementary schedules in accordance with generally accepted accounting principles in Japan, and for designing and operating such internal control as management determines is necessary to enable the preparation and fair presentation of the financial statements and the related supplementary schedules that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements and the related supplementary schedules based on our audit. We conducted our audit in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and the related supplementary schedules are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements and the related supplementary schedules. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements and the related supplementary schedules, whether due to fraud or error. The purpose of an audit of the financial statements is not to express an opinion on the effectiveness of the entity's internal control, but in making these risk assessments, the auditors consider internal controls relevant to the entity's preparation and fair presentation of the financial statements and the related supplementary schedules in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements and the related supplementary schedules.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements and the related supplementary schedules referred to above present fairly, in all material respects, the financial position and results of operations of FAST RETAILING CO., LTD. applicable to the 54th fiscal year ended 31 August 2015 in conformity with generally accepted accounting principles in Japan.

Conflicts of Interest

We have no interest in the Company which should be disclosed in compliance with the Certified Public Accountants Act.

(Note)

This is an English translation of the original Japanese Independent Auditors' Report issued by Ernst & Young ShinNihon LLC in connection with the audit of the financial statements of the Company prepared in Japanese, for the year ended 31 August 2015. Ernst & Young ShinNihon LLC has not audited the English language version of the financial statements for the above-mentioned year.

Report by the Board of Statutory Auditors

AUDIT REPORT

With respect to the directors' performance of their duties during the 54th fiscal year (from 1 September 2014 to 31 August 2015), the Board of Statutory Auditors has prepared this audit report after deliberations based on the audit reports prepared by each Statutory Auditor, and hereby reports as follows.

1. Method and Contents of Audit by Each Statutory Auditor and the Board of Statutory Auditors

The Board of Statutory Auditors has established the audit policies, assignment of duties, etc. and received a report from each Statutory Auditor regarding the status of implementation of their audits and results thereof. In addition, the Board of Statutory Auditors has received reports from the Directors and the Accounting Auditor regarding the status of performance of their duties, and requested explanations as necessary.

In conformity with the Statutory Auditors' auditing standards established by the Board of Statutory Auditors, and in accordance with the audit policies and assignment of duties, etc., each of the Statutory Auditors endeavored to facilitate a mutual understanding with the Directors, the internal audit division, and other employees, etc., endeavored to collect information and maintain and improve the audit environment, has attended the meetings of the Board of Directors and other important meetings, received reports on the status of performance of duties from the Directors and other employees and requested explanations as necessary, examined important approval/decision documents, and inspected the status of the corporate affairs and assets at the Company's head office and principal places.

Also, in relation to (i) the contents of the Board of Directors' resolutions regarding the development and maintenance of the system to ensure that the Directors' performance of their duties described in the Business Report complied with all laws, regulations, and the Articles of Incorporation and other systems set out in Article 100, Paragraphs 1 and 3 of the Ordinance for Enforcement of the Companies Act of Japan as being necessary for ensuring the appropriateness of the corporate affairs of a joint stock company (kabushiki kaisha), and (ii) the systems (internal control systems) based on those resolutions, each Statutory Auditor has regularly received reports on the structure of that system and status of operation from Directors and other employees, requested explanations as necessary, and expressed its opinion.

With respect to subsidiaries, each Statutory Auditor endeavored to facilitate a mutual understanding and exchanged information with the Directors and Statutory Auditors, etc. of each subsidiary and received from subsidiaries reports on their respective business as necessary. Based on the above-described methods, each Statutory Auditor examined the Business Report and the supplementary statements for the relevant fiscal year under consideration.

In addition, each Statutory Auditor monitored and verified whether the Accounting Auditor maintained its independence and properly conducted its audit, received a report from the Accounting Auditor on the status of their performance of duties, and requested explanations as necessary. Each Statutory Auditor was notified by the Accounting Auditor that it had established a "system to ensure that the performance of the duties of the Accounting Auditor was properly conducted" (the matters listed in the items of Article 131 of the Ordinance of Company Accounting) in accordance with the "Quality Control Standards for Audits" (Business Accounting Council on October 28, 2005), and requested explanations as necessary.

Based on the above-described methods, each Statutory Auditor examined the Non-Consolidated Financial Statements (the balance sheet, the statement of income, the statement of changes in net assets, and the notes to the financial statements) and the supplementary schedules, and the Consolidated Financial Statements (the consolidated statement of financial position, the consolidated statement of profit or loss, the consolidated statement of changes in equity, and the notes to the consolidated financial statements) for the fiscal year under consideration.

2. Results of Audit

(1) Results of Audit of Business Report, etc.

- We acknowledge that the Business Report and the supplementary schedules fairly present the status of the Company in conformity with the applicable laws, regulations, and the Articles of Incorporation.
- We acknowledge that no misconduct or material fact constituting a violation of laws, regulations, or the Articles of Incorporation was found with respect to the Directors' performance of their duties.
- We acknowledge that the Board of Director's resolutions with respect to the internal control systems are appropriate. We did not find any matter in the Business Report or the Directors' performance of their duties concerning the internal control systems that requiring mentioning.

(2) Results of Audit of the Non-Consolidated Financial Statements and the Supplementary Schedules

We acknowledge that the methods and results of audit performed by the Accounting Auditor, Ernst & Young ShinNihon LLC, are appropriate.

(3) Results of Audit of the Consolidated Financial Statements

We acknowledge that the methods and results of audit performed by the Accounting Auditor, Ernst & Young ShinNihon LLC, are appropriate.

23 October 2015

The Board of Statutory Auditors of FAST RETAILING CO., LTD.

Standing Statutory Auditor	Akira Tanaka	■
Standing Statutory Auditor	Masaaki Shinjo	■
Statutory Auditor	Takaharu Yasumoto	■
Statutory Auditor	Akira Watanabe	■
Statutory Auditor	Keiko Kaneko	■

Investor Information

Stock Exchange Listing Tokyo Stock Exchange, 1st Section (Stock Code 9983)
Hong Kong Stock Exchange, Main Board (Stock Code 6288)

Number of shares per trading unit 100 shares (Tokyo Stock Exchange)
300 HDR (Hong Kong Stock Exchange)

Fiscal Year September 1 to August 31

General meeting of shareholders Late November

Vesting date to receive a year-end dividend The last day of August

Vesting date to receive an interim dividend The last day of February

For HDR holders, please refer to our press release which will be announced in August and February.

Shares listed on Tokyo Stock Exchange
Transfer Agent
The Mitsubishi UFJ Trust and Banking Corporation
1-4-5 Marunouchi
Chiyoda-ku, Tokyo
100-8212, Japan
Telephone: 0120-232-711
(From Japan)

Hong Kong Depositary Receipt
Depositary Bank
JPMorgan Chase Bank, N.A.
HDR Registrar and HDR Transfer Office
Computershare Hong Kong Investor Services Limited
17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong
Tel: 852-2862-8555
E-mail: hkinfo@computershare.com.hk

Information Available in the Investor Relations (IR) Section of Our Website



- Management Strategy
- Materials and videos of our latest business results, meetings and press conferences
- IR News
- IR Library (Annual Report, Fact Book, Business Review and CSR Report)

<http://www.fastretailing.com/eng/ir/>

FAST RETAILING WAY
(FR Group Corporate Philosophy)

Changing clothes.

Changing conventional wisdom.

Change the world.



World No.1 men's singles tennis champion Novak Djokovic is a UNIQLO Global Brand Ambassador.



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