Building a Sustainable Society through Clothes

Truly great clothes are simple, quality garments with high functionality that last a long time. Clothes that complement rather than compete with nature, that are made from revolutionary technologies, and that have minimum impact on the environment.

Fast Retailing’s ultimate goal is to spread happiness across society by creating great clothing.

Fast Retailing will continue to harness the power of our clothing business to deliver the joy, happiness and satisfaction of wearing great clothes to people worldwide. We are fully committed to the development of a sustainable society.
Fast Retailing seeks to build sustainable operations by resolving social and environmental issues not only in our own company, but across our entire supply chain. We have defined six areas of focus to address as part of our sustainability activities. We have set concrete targets and commitments in each area and launched aggressive activities to achieve those targets.

When determining these six areas, we referred to the United Nations’ Sustainable Development Goals (SDGs), investors’ key Environmental, Social, Governance (ESG) indicators, customer expectations, and potential impacts.
Create New Value through Products and Services

We will create new value by improving the quality and functionality of clothing and addressing social, environmental, and other problems. Our sustainability-related activities include: promoting environmentally conscious production processes; sourcing materials ethically; donating secondhand clothes to refugees and displaced persons worldwide through our All-Product Recycling Initiative; and operating social businesses in Bangladesh.

All-Product Recycling Initiative: 30.29 Million Items Donated to Refugees and Displaced Persons

Under our All-Product Recycling Initiative, UNIQLO and GU stores in 18 countries and regions worldwide accept clothes that customers no longer wear for delivery to people in need. The clothing is then sorted, with the wearable items (approximately 80%) being donated to refugees, displaced persons, and other people in need through UNIQLO’s global partnership with the Office of the United Nations High Commissioner for Refugees (UNHCR) and other organizations. By the end of August 2018, we had donated a total of 30.29 million items. The remaining 20% of the clothing is shredded, any metal is removed, and then it is compressed together with paper and plastics for reuse as plastic fuel (RPF*). RPF is an alternative to coal and fossil fuels, used in special boilers operated by major paper manufacturers.

*Recycled Paper and Plastic Fuel

Slash Water Use in Jeans Processing, Reduce Environmental Impact

Creating a washed or distressed look for jeans requires large volumes of water. We used to soak and wash jeans in water, before our Jeans Innovation Center (JIC) established a revolutionary new technology that enabled us to create the same look using over 90% less water*. This new technique combines superior specialist jeans technology with a wash machine that uses nanobubbles and ozone molecules. UNIQLO started producing and selling Men’s Regular Fit jeans made using this advanced technology in the 2018 Fall/Winter season. In 2019, we intend to produce 10 million items, or approximately one third of Fast Retailing’s total jeans production, using this technology.

*On average; comparing UNIQLO Men’s Regular Fit Jeans in 2017 and 2018
2 Respect Human Rights in Our Supply Chain

We believe it is our duty to uphold the basic human rights of all people who work in our supply chain, protect their physical and mental health, and help provide them with a sense of security and safety. Fast Retailing has strong relationships with its partner factories. All partners are asked to comply with our Code of Conduct for Production Partners, and we conduct regular onsite monitoring to ensure strict compliance.

Monitoring Working Environments Across Our Supply Chain

Fast Retailing asks independent organizations to conduct regular inspections of human rights violations, working environments, and environmental safety at our partner sewing factories and main fabric suppliers based on the Code of Conduct for Production Partners. Each factory is informed of the inspection result. If required, Fast Retailing members visit factories and work with factory staff to implement appropriate improvement measures.

<table>
<thead>
<tr>
<th>Grade</th>
<th>Description</th>
<th>FR Group (UNIQLO)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>FY2015</td>
</tr>
<tr>
<td>A</td>
<td>No violations</td>
<td>5 (1)</td>
</tr>
<tr>
<td>B</td>
<td>One or more minor violations</td>
<td>202 (115)</td>
</tr>
<tr>
<td>C</td>
<td>One or more major violations</td>
<td>171 (73)</td>
</tr>
<tr>
<td>D</td>
<td>One or more severe violations</td>
<td>75 (28)</td>
</tr>
<tr>
<td>E</td>
<td>Highly unethical, serious offense (immediate review of contract)</td>
<td>19 (10)</td>
</tr>
</tbody>
</table>

Number of factories monitored

- FY2015: 472 (227)
- FY2016: 511 (235)
- FY2017: 576 (273)
- FY2018: 612 (300)

In FY2018, we requested factories that had received a D grade for significant code violations to make improvements within three months. We then conducted follow-up monitoring and reduced volumes at factories that had not instigated sufficient improvements. We discussed factory management and employment conditions at E-grade partner factories in our Business Ethics Committee, and, after checking the factory’s willingness to improve the situation, either revised or ceased production orders.

Protecting Employee Rights, Greater Transparency

Fast Retailing has set up hotlines in every partner factory, so that we can gain a clear understanding of any issues relating to working environments across the supply chain and seek to rectify them. In Shanghai, Ho Chi Minh City, Dhaka, Jakarta, Tokyo, and other locations, we have set up Worker Protecting Employee Rights, Greater Transparency Advice Program hotlines for employees at major partner factories to contact Fast Retailing directly. We are also strengthening disclosure. In 2017, we began releasing the list of UNIQLO and GU sewing factories, and the list of UNIQLO major fabric suppliers from November 2018.
Fast Retailing works to reduce environmental impact by eliminating waste in our business operations and across our supply chain, as well as by striving to use resources effectively. Fast Retailing has defined concrete targets and commitments and has started initiatives to achieve those aims in five focused environmental areas: address climate change; improve energy efficiency; manage water resources; improve waste management and resource efficiency; and manage chemical substances.

### Respect the Environment

Reducing Energy, Greenhouse Gas Emissions at Stores

In order to alleviate climate change and protect biodiversity, we are working to reduce greenhouse gas emissions across all our operations and product cycles from production through disposal. Our target is to reduce greenhouse gas emissions at UNIQLO Japan stores by 10% per unit area by FY2020 (compared to FY2013 levels). By the end of FY2017, emissions were already down by 7%. By the end of FY2018, we had introduced LED lighting in 88.8% of UNIQLO Japan stores. Our UNIQLO Shenzhen Mixc World Store, opened in March 2018, is equipped with enough electricity-generating solar panels on its roof to generate 14% of its annual energy needs.

We intend to continue making energy usage in our stores even more efficient so we can further reduce greenhouse gas emissions.

HIGG Index Verifies Environmental Impact of Fabric Mills

Fast Retailing introduced the HIGG Index (the Sustainable Apparel Coalition’s environmental self-assessment tool) into UNIQLO’s major fabric mill partners in 2015. We investigate and evaluate each factory’s environmental impact and work with them to pinpoint possible improvements. Fabric manufacturing uses lots of water and energy, so we are keen to monitor and evaluate its environmental impact. We also operate a HIGG Index training program. The HIGG Index evaluates fabric manufacturers on seven environmental factors: environmental management systems; energy usage and greenhouse gas emissions; water usage; waste water; atmospheric emissions; waste matter; and chemical substance management.

To further reduce environmental impact, we launched the UNIQLO Responsible Mill Program, which calls for a 10% reduction in energy usage and a 15% reduction in water usage at major UNIQLO mills by 2020 (compared to 2016 levels). We help factories that may not be able to fully achieve this target by working with outside experts to help improve factory operations.
Fast Retailing cannot thrive as a global business without stable economic and social conditions for local communities in the markets where our stores are located. The same goes for our manufacturing bases. Fast Retailing seeks to grow and prosper with surrounding communities by drawing on its people, knowledge, store, and product resources to help address local problems and conduct proactive outreach activities.

**Our Social Business in Bangladesh**

Bangladesh is one of our manufacturing bases. In 2010, we launched a social business there in cooperation with GRAMEEN Bank, and, in 2011, set up the GRAMEEN UNIQLO Ltd. joint venture company. GRAMEEN UNIQLO seeks to create new employment opportunities and nurture the local textile and retail industry in Bangladesh by conducting the entire clothes-making business, from production through retail. At the end of August 2018, GRAMEEN UNIQLO had a network of 15 stores.

**Employee Participation in Social Responsibility Activities**

Fast Retailing employees participate in a variety of social responsibility projects. For example, employees go to refugee camps and disaster zones to deliver secondhand clothing collected from customers in UNIQLO and GU stores directly to refugees and displaced persons through our All-Product Recycling Initiative.

Employees also visited 388 schools across Japan in FY2018 under the UNIQLO and GU Japan Power of Clothing Project outreach program for children. UNIQLO and GU store managers and other Fast Retailing staff offer lessons that help children learn more about international refugee issues. The children hear what life is like for refugees and how donated clothing can make a difference. By setting up their own clothing drives, the children experience the joy of doing something to help others around the world, and deepen their understanding of international issues.
Our people are the most important part of our business, and our corporate philosophy commits to “respect and support individuals to foster both corporate and personal growth.” As we grow as a company, each individual develops their professional skills, which in turn fosters personal growth and greater enthusiasm in the workplace. We seek to further strengthen this positive cycle by promoting three major initiatives: (1) equality, diversity, and inclusion; (2) employee training and development; and (3) employee well-being.

Corporate Vision-Sharing Convention

Ensuring workers can grow and experience self-fulfillment through their work is very important to us, and we are working especially hard to nurture global leaders who can operate comfortably anywhere in the world. The Fast Retailing Management and Innovation Center (FRMIC), an internal training organization, conducts a variety of employee education programs, including concentrated programs for management candidates selected from individual countries and regions, new store manager training, and long-term human resource training programs.

We also hold a convention twice a year—attended by approximately 5,000 global store managers and head office staff—to share Fast Retailing’s corporate philosophy and vision with employees from around the world. The convention is also an effective way of promoting our cohesive Global One and Zenin Keiei management framework, which encourages the adoption of managerial mindsets and global best practices.

Supporting Women in the Workplace

We are constantly transforming our human resource systems to support female employees as they build careers and balance family life events. In FY2018, women made up 36% of total management positions* within the Fast Retailing Group. We will continue to promote flexible work systems that include working from home and shorter working hours.

* Includes store managers above a certain grade and area managers (sales), as well as team leaders, general managers, and corporate officers (head office).
Corporate Governance (Appropriate Management)

In line with Fast Retailing’s corporate auditor governance model, the majority of our Board of Directors is made up of external directors in order to enhance the Board’s independence and strengthen its oversight ability. Our executive officer system aims to separate management supervision and execution functions to ensure swift and effective business operations. Individual committees support the Board by facilitating frank, open, and timely discussions and decision making.

Board of Directors

Having a majority of external directors on the Board ensures stronger supervision of decision making by our company president and executive officers. Our external directors contribute a broad range of superior expertise as former senior managers of global companies or leading specialists in fields such as M&A and financial management, and offer objective opinions that are reflected in important management decisions.

In FY2018, the Board discussed a variety of topics including our fiscal year budget, approval of corporate results, UNIQLO USA business, the Ariake Project, a ¥250 billion corporate bond issue, and Code of Conduct revisions. Individual officers responsible for each important aspect of our groupwide Ariake Project—such as the automation of the Ariake warehouse, RFID-driven logistics reform, and radical new information gathering capabilities in collaboration with Google—gave multiple detailed progress reports to the Board. The Board met 13 times in FY2018. The attendance rate was 98.7% for directors and 96.9% for auditors.

Board of Auditors

The Board of Auditors monitors the performance of the Directors of the Board. The majority of members are external statutory auditors with certified accounting or legal backgrounds. Each member works to ensure transparent auditing and supply objective guidance drawn from his or her specialized experience. The Board of Auditors met 14 times in FY2018 (97.1% attendance).

Internal Control

We aim to establish internal control systems wherever we operate by promoting full compliance, building risk management frameworks, protecting confidential information, and pursuing thorough internal auditing. In March 2018, we revised our Fast Retailing Group Code of Conduct to make it easier for all global employees to understand and embrace. We also set up a Human Rights Committee in July and a Risk Management Committee in September to help manage operational risks and strengthen internal control systems.

Corporate Governance at Fast Retailing (As of November 30, 2018)
### Role and Activities of Committees

**Human Resources Committee**
The Human Resources Committee, chaired by an external director, discusses important organizational changes and adjustments to human resource systems across the Group, and offers views and suggestions to the Board.

**Sustainability Committee**
The Sustainability Committee discusses and prepares Fast Retailing’s overall sustainability strategy, annual sustainability report, environmental protection activities, social responsibility activities, and diversity initiatives. Committee members consist of external directors, auditors, and other experts.

**Disclosure Committee**
The Disclosure Committee, chaired by the Tokyo Stock Exchange (TSE) information disclosure officer, improves transparency of information disclosure relating to operations, financial affairs, etc. The committee is responsible for timely disclosure to the TSE and the Stock Exchange of Hong Kong, and of voluntary disclosure of information that may materially impact investor and shareholder investment decisions.

**IT Investment Committee**
This committee discusses and advises on the IT investments that drive the Group’s information system reform. It investigates the efficacy of individual investments, and the appropriateness of IT investment budgets submitted by external specialist organizations.

**Code of Conduct Committee**
The Code of Conduct Committee considers how best to resolve any violations of the Fast Retailing Group Code of Conduct (CoC), and make improvements. It advises on educating executives and employees about the CoC and on the operation of the internal reporting system (hotline).

**Business Ethics Committee**
This committee ensures the Group does not use an advantageous position to exert undue pressure on business counterparts such as partner factories or suppliers. The committee provides advice and counsel to departments based on external field inspections and partner company surveys.

**Human Rights Committee**
This committee was launched in July 2018, and is chaired by an external professional. To ensure business is conducted appropriately in accordance with our human rights policy, this committee pursues human rights due diligence (determining and evaluating the dangers of infringing human rights through business activities, improvement measures, and educational frameworks), offers advice and education, investigates human rights violations, and considers relief measures.

**Risk Management Committee**
This committee identifies latent risks in business activities on a regular basis. To strengthen the detection and management of material risks, the committee analyzes and evaluates the impact and frequency of risks to business, discusses countermeasures, and acts to prevent or contain risk.

<table>
<thead>
<tr>
<th>Composition of Committees (As of November 30, 2018)</th>
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<tbody>
<tr>
<td><strong>Human Resources Committee</strong></td>
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<tr>
<td>Internal Director</td>
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<td></td>
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<tr>
<td></td>
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<tr>
<td>External Directors</td>
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<tr>
<td>Internal Full-time Auditors</td>
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<tr>
<td></td>
</tr>
<tr>
<td>External Statutory Auditors</td>
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<td></td>
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<td></td>
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<tr>
<td>Number of Group Officers, External Experts, etc.</td>
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</tbody>
</table>

Note: The head of the Sustainability Department chairs the Sustainability Committee and the Business Ethics Committee. The Code of Conduct Committee is chaired by the head of the Legal Department, and the Human Rights Committee is chaired by an external expert. External directors and auditors provide perspectives based on their individual professional backgrounds.
Create a Responsible, Accountable Public Company

Tadashi Yanai has a strong sense of morality, but it is extremely important that the company transitions from a “my company” under Mr. Yanai to a more public “your company.” It is my job to strictly evaluate on behalf of company stakeholders whether the company is growing sustainably within a healthy and correct framework, and offer candid advice to aid Fast Retailing in its quest to become the world’s No.1 brand.

Appointed November 2005. Former President of Nichimen Corp. and Chairman of Sojitz Holdings Corp. (currently Sojitz Corp.). Currently serving as an External Director at UNITIKA LTD. and DAIKYO INCORPORATED, Advisor to MAEDA CORP. and The Association for the Promotion of International Trade, Japan.

Messages from Our Directors

Continue Industry Transformation to Increase Corporate Value

We are working hard to create a new industry and transform ourselves into a digital consumer retailing company. Driven by our corporate mission to change clothes, change conventional wisdom, and change the world, we seek to achieve speedier, more transparent management and further increase our corporate value. We are dedicated to fundamentally enriching people’s lives by spearheading initiatives to realize a sustainable society, and to grow as a company that delivers joy and happiness to people all over the world.

Tadashi Yanai was appointed President and CEO in 1984, and his current position of Chairman, President and CEO in September 2005. Main concurrent positions: Chairman, President and CEO, UNIQLO CO., LTD.; Director and Chairman, G.U. CO., LTD.; Director, LINK THEORY JAPAN CO., LTD.; External Director, SOFTBANK GROUP CORP.; External Director, Nippon Venture Capital Co., Ltd.

Toru Hambayashi

External Director
Independent Director

Create Industry Transformation to Transform Ourselves into a Digital Consumer Retailing Company

We are working hard to create a new industry and transform ourselves into a digital consumer retailing company. Driven by our corporate mission to change clothes, change conventional wisdom, and change the world, we seek to achieve speedier, more transparent management and further increase our corporate value. We are dedicated to fundamentally enriching people’s lives by spearheading initiatives to realize a sustainable society, and to grow as a company that delivers joy and happiness to people all over the world.

Tadashi Yanai was appointed President and CEO in 1984, and his current position of Chairman, President and CEO in September 2005. Main concurrent positions: Chairman, President and CEO, UNIQLO CO., LTD.; Director and Chairman, G.U. CO., LTD.; Director, LINK THEORY JAPAN CO., LTD.; External Director, SOFTBANK GROUP CORP.; External Director, Nippon Venture Capital Co., Ltd.
Maximize Corporate Value

As Fast Retailing tackles new stages of corporate development, the Board of Directors’ role as a key collective that consistently highlights and considers risk-side factors grows more important each year. I use my experience at a major United States investment bank to objectively judge how capital markets perceive Fast Retailing’s corporate value, and suggest how to best increase that value. I am committed to providing further broad support going forward.

Appointed November 2005. Formerly worked at Goldman Sachs. Currently a research specialist in M&A and corporate value evaluation. Also serves as Visiting Professor at Waseda Graduate School of Finance, Accounting and Law; External Auditor at Frontier Management Inc.; External Director at Hakuhodo DY Holdings Inc.; and Visiting Professor at the Graduate School of Business Administration at Keio University.

Invest in New Fields, Accelerate Corporate Evolution

Fast Retailing has worked to form a cohesive corporate Group and promote globalization. Now, it is transforming itself into a digital consumer retail company, and making solid investments in new fields including distribution overhaul and IT systems. Nurturing talented managers to act as dynamic drivers of growth is vital at this time, and the company is steadily attracting personnel who eagerly embrace new challenges. The Board will work as a unified team to help accelerate progress and future growth.

Appointed November 2009. Previously Executive Vice President of Oracle Corp. (US) and Chairman of Oracle Corp. (Japan). Currently Vice Chairman of Special Olympics Nippon Foundation and an External Director at Works Applications Co., Ltd.

Masaaki Shintaku

External Director
Independent Director

Nobumichi Hattori

External Director
Independent Director
Become a Global Leader on Sustainability Issues

Fast Retailing is shifting its corporate stance to focus more actively on environmental, social and governance (ESG) issues and initiatives. As a global company, Fast Retailing has the ability to act as a powerful and inspiring leader on ESG issues in its industry, and, as a member of the Sustainability Committee, I seek to improve Fast Retailing’s corporate value from an ESG perspective.

Appointed November 2012. Previously a director of McKinsey & Company. Currently works as a professor in the Graduate School of International Corporate Strategy at Hitotsubashi University, and serves as President of Genesys Partners and External Director at NEC Capital Solutions Limited, DENSO CORPORATION and Ajinomoto Co., Inc.

Apply Wider Industrial Experience for a Broader Management Perspective

When I myself was in senior management, I was always keen to implement ideas suggested by external directors. Mr. Yanai is certainly open to new ideas. All successful management teams must develop a broad perspective and show a keen interest in conditions beyond their own immediate industry. I fulfill my role as an external director by frankly conveying my opinions to Mr. Yanai to ensure management transparency and firm risk management.

Appointed November 2018. Formerly Director, Senior Managing Executive Officer, Deputy President, Head of Marketing, and President & COO of Daiwa House Industry Co., Ltd. Currently serves as Special Advisor to the same firm.
See Things from the Front Line to Deepen Board Debate

As Group Executive Vice President and CFO, my role involves both executing and supervising corporate management. I am perfectly positioned to explain what is actually happening within our company to fuel deeper, reality-focused debate in Board meetings. I intend to follow the policy of the Board, help direct the management team of which I am a part, and ensure correct management from the perspective of customers and other stakeholders.


Create a Platform to Support Sustainable Corporate Growth

I want to help create a solid platform to support consistent future growth by upholding the Fast Retailing corporate culture, strengthening governance and respecting our social contributions. As a member of the founding family, I believe it is my duty to take a long-term view and seek to bolster Fast Retailing’s global growth. As a company director, my job is not only to voice opinions, but also to implement them to achieve our ideals as a company.

Appointed Director in November 2018. Joined FR in September 2009 after working at Goldman Sachs Group, Inc. and Link Theory Holdings (US) Inc. (currently Theory LLC). Currently serves as Chairman of Theory LLC and UNIQLO USA LLC, CEO of J BRAND HOLDINGS, LLC, Executive Officer at the Fast Retailing Group.
Caring Management, Stronger Governance

I learned much about our corporate culture from first-hand experience in global marketing, the Ariake Project, and human-resource management. This experience at the front lines of Fast Retailing convinced me of the ultimate importance of people-focused, caring management. I frequently question what my role as a director and member of the founding family should be, and believe my role to focus on helping achieve consistent corporate growth and stronger governance.

Appointed Director in November 2018. Joined FR in September 2012 after working at Mitsubishi Corporation being seconded to Mitsubishi Corporation’s food subsidiary Princes Limited, UK. Served as General Manager of Global Marketing at UNIQLO CO., LTD. Currently Executive Officer of Fast Retailing Group.

Koji Yanai
Independent Director
External Statutory Auditor

Offer Candid Opinions on Diverse Issues

I intend to use my former experience in accounting audits and corporate revitalization to fulfill the heavy responsibility of being an external statutory auditor. Mr. Yanai applies his own unique creativity and perspective to build up the business, but he listens attentively when people point out pertinent problems. I can give advice as an accountant and tax counselor, but I also intend to offer candid opinions on various issues beyond the jurisdiction of an external statutory auditor.

Appointed November 2018. Director of Brain Group (Kashitani Accounting Office) and President of Brain Core Co., Ltd. and FP Brain Co., Ltd.; and External Director at Japan Freight Railway Company.

Takao Kashitani
External Statutory Auditor
Independent Director
Mr. Yanai’s management style involves setting challenging targets and nurturing large numbers of capable managers and employees to achieve rapid growth. Managers must effectively allocate resources from people and physical goods to infrastructure, finances, and information. There is never a single right answer, but, as a strict and conscientious auditor, I can offer advice and support to help Fast Retailing grow into an even better company.

Appointed November 1993. Currently President of Yasumoto CPA Office; Internal Auditor at UNIQLO Co., Ltd. and LINK THEORY JAPAN CO., LTD.; and External Statutory Auditor at ASKUL Corp. and FRONTEO, Inc.

Fast Retailing sometimes faces new issues and unforeseen challenges in its international operations. Statutory auditors should support Fast Retailing’s swift, determined pursuit of future growth opportunities by offering advice from various specialist standpoints to minimize risk. The best way I can help Fast Retailing is to be vigilant and consistent in supporting the creation of solid systems and procedures.

Appointed November 2012. Currently a partner in the Anderson Mori & Tomotsune law firm. Also serves as Statutory Auditor at UNIQLO CO., LTD. and External Statutory Auditor at The Asahi Shimbun Company.

Our stores are the most important part of Fast Retailing business, so I make a point of visiting stores and listening attentively to what managers and staff have to say. I will continue to offer proactive advice on such issues as personnel training to promote company growth and maximize employee satisfaction.

Appointed November 2006. Served as Deputy President of McDonald’s Co. (Japan), Ltd. (currently McDonald’s Holdings Company (Japan) Ltd.), Became Managing Director of FAST RETAILING CO., LTD. in November 2003. Currently Councilor at the Special Olympics Nippon Foundation.

My role is to serve as a full-sweep antenna, detecting risks and problems across our operations. I work closely with our external statutory auditors as well as our accounting auditor and Internal Audit Department, and draw on my broad experience at Fast Retailing to offer proactive suggestions in a variety of areas.

Appointed Director in November 2018. Joined Fast Retailing in September 2009 after working at Goldman Sachs Group, Inc. and Link Theory Holdings (US) Inc. (currently Theory LLC). Currently serves as Chairman of Theory LLC and UNIQLO USA LLC, CEO of J BRAND HOLDINGS, LLC, Executive Officer at the Fast Retailing Group.