

November 2, 2016

(Translation)

Dear Sirs and Madams,

Name of Company: Shiseido Company, Limited

Name of Representative: Masahiko Uotani
President and CEO
(Representative Director)

(Code No. 4911; The First Section of the Tokyo Stock Exchange)

Contact: Tetsuaki Shiraiwa
Department Director
Investor Relations Department
Corporate Communication Division
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Changes among Directors, Audit & Supervisory Board Members and Corporate Officers of the Shiseido Group

We hereby announce the following changes of the Shiseido Group's executives effective January 1, 2017. Detailed responsibilities of Corporate Officers of Shiseido Company, Limited will be announced in December.

1. Shiseido Company, Limited

(1) Retiring Representative Director and Retiring Corporate Officer (December 31, 2016)

Name	Current Title	Note
Toru Sakai	Representative Director Corporate Executive Officer President and CEO, Shiseido Japan Co., Ltd. Responsible for Japan Region	To become Director as of Jan.1, 2017 and retire from Director after the 117th ordinary general meeting of shareholders in late March 2017
Takahiro Hayashi	Corporate Officer Chief Creative Officer Responsible for Advertising, Design and Corporate Culture	—



(2) Promotion of Corporate Officers (Effective January 1, 2017)

Name	New Title	Current Title
Jun Aoki	Corporate Executive Officer	Corporate Officer
Shigekazu Sugiyama	Corporate Executive Officer	Corporate Officer

(3) Retiring Director and Retiring External Audit & Supervisory Board Member (Retiring after the 117th Ordinary General Meeting of Shareholders scheduled to be held in late March 2017*)

Name	*	Note
Toru Sakai	Director	—
Akio Harada	External Audit & Supervisory Board Member	—

(4) New Director and External Audit & Supervisory Board Member (Subject to approval at the 117th Ordinary General Meeting of Shareholders scheduled to be held in late March 2017*)

Name	*	From Jan.1, 2017 to *
Jun Aoki	Director * Corporate Executive Officer	Corporate Executive Officer
Hiroshi Ozu	External Audit & Supervisory Board Member *	Refer to Appendix

(5) Policy for the selection of board member candidates

In the Company's articles of incorporation, the maximum number of board members is set at 12. Respecting this upper limit and in consideration of the Company's business portfolio and scale, an optimum number of directors is elected such that they are able to appropriately supervise the management.

For external directors, the number is set at three or above to allow such members a certain degree of influence within the board. In addition, the Company has established the target of electing half or more of its directors from outside.

For selecting external directors and Audit & Supervisory Board Members, high priority is given to independence. Our basic principle is that candidates of external directors and Audit & Supervisory Board Members are required to meet the Company's independence criteria, "Standards for Assessing the Independence of External Directors and Audit & Supervisory Board Members," as well as possess high independence in mental attitude.

The Company is promoting drastic structural reforms and reconstruction of the business foundation aiming to recover growth under VISION 2020, a mid- to long-term strategy announced in December 2014. To accomplish these reform initiatives, it is necessary that external directors are well-versed in the Company's ongoing situation and activities, and continue to effectively supervise and support the management. In view of this, we have determined that Shoichiro Iwata and Tatsuo Uemura, two current external directors, are well-qualified for the above role, given that both of them entered their eleventh year since June 29, 2006 when



they assumed their respective positions at the 106th general meeting of shareholders. Also, they both maintain a high degree of independence from the Company. We have therefore nominated Messrs. Iwata and Uemura to be re-elected as external directors at the 117th general meeting of shareholders.

(6) Directors and Audit & Supervisory Board Members (Subject to approval at the 117th Ordinary General Meeting of Shareholders, Board of Directors Meeting and the Audit & Supervisory Board Members Meeting scheduled to be held in late March 2017*)

【Directors】

Name	*	From Jan.1, 2017 to *
Masahiko Uotani	Representative Director President and CEO	Representative Director President and CEO
Tsunehiko Iwai	Representative Director Executive Vice President	Representative Director Executive Vice President
Jun Aoki	Director Corporate Executive Officer	Corporate Executive Officer
Shoichiro Iwata	External Director	External Director
Tatsuo Uemura	External Director	External Director
Yoko Ishikura	External Director	External Director
Kanoko Oishi	External Director	External Director

【Audit & Supervisory Board Member】

Name	*	From Jan.1, 2017 to *
Yoshinori Nishimura	Audit & Supervisory Board Member (Full-time)	Audit & Supervisory Board Member (Full-time)
Kyoko Okada	Audit & Supervisory Board Member (Full-time)	Audit & Supervisory Board Member (Full-time)
Nobuo Otsuka	Audit & Supervisory Board Member (External)	Audit & Supervisory Board Member (External)
Eiko Tsujiyama	Audit & Supervisory Board Member (External)	Audit & Supervisory Board Member (External)
Hiroshi Ozu	Audit & Supervisory Board Member (External)	Refer to Appendix



(7) Corporate Officers (Effective January 1, 2017)

Name	New Title	Current Title
Masahiko Uotani	President and CEO All Regional Headquarters, Corporate Strategy	President and CEO Corporate Strategy, Corporate Communications, Internal Audit, Global Cosmetics and Personal Care Brands
Tsunehiko Iwai	Executive Vice President Assisting CEO, Technology Innovation, Innovation for Value Creation Project, Internal Audit, Corporate Culture	Corporate Executive Officer Research & Development, SCM, Technical Strategy, Legal and Governance, Compliance, Sustainability Strategy
Jun Aoki	Corporate Executive Officer Human Resources, Advertising & Design, China Business Innovation Project	Corporate Officer Human Resources, Executive & External Relations, China Business Innovation Project
Yoichi Shimatani	Corporate Executive Officer Research & Development	Corporate Executive Officer Research & Development
Shigekazu Sugiyama	Corporate Executive Officer Shiseido Japan	Corporate Officer Cosmetics Brands Business, Shiseido Japan
Jean-Philippe Charrier	Corporate Officer Shiseido Asia Pacific	Corporate Officer Shiseido Asia Pacific
Kentaro Fujiwara	Corporate Officer Shiseido China	Corporate Officer Shiseido China Co., Ltd.
Katharina Höhne	Corporate Officer Global Professional Business	Corporate Officer Global Professional Business
Masaya Hosaka	Corporate Officer Technical Strategy, Regulatory Strategy, Quality Management, Frontier Science Business	Corporate Officer Technical Strategy, Regulatory Strategy, Quality Management, Frontier Science Business
Mitsuru Kameyama	Corporate Officer Global Information & Communication Technology	Corporate Officer Global Information & Communication Technology
Yasushi Kushida	Corporate Officer Supply Chain Management (Purchasing, Production, Logistics)	Corporate Officer Supply Chain Management (Purchasing, Production, Logistics)



Yoshiaki Okabe	Corporate Officer Global Prestige Brands SHISEIDO Brand	Corporate Officer Global Prestige Brands SHISEIDO Brand
Yoshihiro Shiojima	Corporate Officer Legal & Governance, Compliance, Sustainability Strategy, Executive & External Relations	Corporate Officer Legal & Governance, Compliance, Sustainability Strategy
Mikiko Soejima	Corporate Officer Beauty Creation Beauty, Consumer Center, Shiseido Japan	Corporate Officer Beauty Creation Beauty, Consumer Information, Shiseido Japan
Norio Tadakawa	Corporate Officer Finance, Corporate Planning, IR, Business Development	Corporate Officer Finance, Corporate Planning
Mari Tamura	Corporate Officer Global Prestige Brands	Corporate Officer Global Prestige Brands



2. Shiseido Japan Co., Ltd.

(1) Retiring Directors and Retiring Corporate Officers (December 31, 2016)

Name	Current Title	Note
Toru Sakai	Representative Director, President	—
Norio Iwasaki	Director, Corporate Officer	To become Corporate Officer as of Jan. 1, 2017
Jun Aoki	Director	—
Hirokazu Isozaki	Corporate Officer	—

(2) Changes of Directors and Promotion of Corporate Officer (Effective January 1, 2017, subject to approval by Directors after the General Meeting of Shareholders)

Name	New Title	Current Title
Masahiko Uotani	Representative Director, Chairman	Director
Shigekazu Sugiyama	Representative Director, President	Director, Corporate Executive Officer

(3) New Directors and New Corporate Officer (Effective January 1, 2017, subject to approval at the General Meeting of Shareholders))

Name	New Title	Current Title
Shigekazu Takatsu	Director, Corporate Officer	Corporate Officer
Kazushige Akao	Director, Corporate Officer	Corporate Officer
Yasushi Matsuzawa	Corporate Officer	Shiseido Co., Ltd., Department Director, Financial Management

(4) Directors and Corporate Auditors (Effective January 1, 2017)

Name	New Title	Current Title
Masahiko Uotani	Representative Director, Chairman	Director
Shigekazu Sugiyama	Representative Director, President Marketing	Director, Corporate Executive Officer
Naoki Murakami	Director, Corporate Officer Cosmetics Specialty Store	Director, Corporate Officer
Shigekazu Takatsu	Director, Corporate Officer Cosmetics Brands	Corporate Officer
Kazushige Akao	Director, Corporate Officer Business Strategy, Trade Marketing, E-commerce Business Development	Corporate Officer
Norio Tadakawa	Director	Director
Yoshinori Nishimura	Corporate Auditor	Corporate Auditor



(5)Corporate Officers (Effective January 1, 2017)

Name	New Title	Current Title
Takuma Touya	Corporate Officer Prestige Brands	Corporate Officer
Satoshi Tanaka	Corporate Officer Sales, Cosmetics Specialty Store	Corporate Officer
Atsushi Hiyama	Corporate Officer Personal Care Brands, Representative Director, President FT Shiseido Co., Ltd.,	Corporate Officer
Yasushi Matsuzawa	Corporate Officer Chief Finance Officer	Shiseido Co., Ltd., Department Director, Financial Management
Norio Iwasaki	Corporate Officer Representative Director, President Japan Retail Innovation Co., Ltd.,	Director, Corporate Officer
Mikiko Soejima	Corporate Officer Beauty, Consumer Center	Corporate Officer Consumer Information
Kazuhisa Shibata	Corporate Officer CSR, Compliance	Corporate Officer CSR, Compliance
Shigeru Takano	Corporate Officer Health Care	Corporate Officer Health Care, Business System
Daisuke Otobe	Corporate Officer Marketing Academy Japan	Corporate Officer

The changes in directors for subsidiaries and affiliates are subject to approval at their respective General Meeting of Shareholders and subsequently the resolution of the Board of Directors or election by mutual vote of directors.

<Employment history of Shigekazu Sugiyama>

- Jan. 2016 Corporate Officer Shiseido Japan Co., Ltd. Senior Vice President, Cosmetics Brands
- April 2015 Corporate Officer Responsible for Marketing of Domestic Cosmetics Business Division, Senior Vice President, Cosmetics Brands
- April 2014 Corporate Officer Responsible for Marketing of Domestic Cosmetics Business Division and Clé de Peau BEAUTÉ Global Unit
- April 2012 Corporate Officer responsible for Corporate Culture and Advertising Creation
- April 2009 Joined Shiseido Co., Ltd.
General manager, Consumer & Market Intelligence Department, Corporate Planning Department
- 2001-2009 Coca-Cola (Japan) Company, Limited Director, Business Knowledge, Corporate Strategy & Planning



1999-2001 Kellogg Japan Ltd.

1996-1999 Kodak Japan Ltd.

1987-1996 Lion Corporation

- End of News Release -



Nomination of Hiroshi Ozu for the Candidate of
New External Audit & Supervisory Board Member

1. Reason for Nomination

- Taking into consideration the importance of audit and roles of audit & supervisory board members for the corporate management, and the personality and knowledge of a candidate therefor, the Company has a policy to select an adequate person as a candidate of an audit & supervisory board member. Furthermore, from the viewpoint of increasing diversity of the audit & supervisory board, the Company believes that the audit & supervisory board should be composed of members with various viewpoints and backgrounds, on top of multilateral sophisticated skills.
- When considering the diversity, it is a policy of the Company to appoint appropriate persons irrespective of gender, age, and nationality, etc., to stress not only diversity of these attributes, but also diversity in terms of tasks including professional knowledge and experiences in various fields related to the business management.
- Mr. Ozu has a wide range of experience and knowledge especially in the field of law as he held the important posts in the legal circles such as Vice-Minister of Justice and Prosecutor General. The Company determined that he could monitor the legality and adequacy of directors' execution of duties as an external member of the audit & supervisory board utilizing the wealth of his experience and knowledge. The Company also considered he could actively voice his advices, suggestions, and opinions at important meetings including board of directors meetings. Thus the Company selected Mr. Ozu as a candidate of external member of the audit & supervisory board.
- Furthermore, Mr. Ozu has fulfilled the requirements of the Company's own rules of "Criteria for Independence of the External Directors and Audit & Supervisory Board Members" and is highly independent from the Company. So, the Company will designate Mr. Ozu as "Independent Audit & Supervisory Board Member," prescribed in Article 436-2 of the Securities Listing Regulations of the Tokyo Stock Exchange, upon appointment at the 117th General Meeting of Shareholders to be held in the late March, 2017.



2. Education and Employment History

Born on July 21, 1949

- Mar. 1972 Graduated from Tokyo University, faculty of law
- Apr. 1974 Public prosecutor, Tokyo District Public Prosecutors Office
- Jun. 2001 Chief Prosecutor, Saga District Public Prosecutors Office
- Aug. 2002 Public prosecutor, Supreme Public Prosecutors Office
- Jun. 2004 Director-General of the Secretariat of the Minister, Ministry of Justice
- Jun. 2006 Director-General of the Criminal Affairs Bureau, Ministry of Justice
- Jul. 2007 Vice-Minister of Justice, Ministry of Justice
- Jul. 2009 Superintending Prosecutor, Sapporo High Public Prosecutors Office
- Dec. 2010 Deputy Prosecutor General, Supreme Public Prosecutors Office
- Aug. 2011 Superintending Prosecutor, Supreme Public Prosecutors Office
- Jul. 2012 Prosecutor General, Supreme Public Prosecutors Office
- Jul. 2014 Retired from position of Prosecutor General, Supreme Public Prosecutors Office
- Sep. 2014 Registered as attorney
- Mar. 2015 Vice chairman of Hosokai, general incorporated foundations (incumbent)
- Jun. 2015 Independent Audit & Supervisory Board Member, MITSUI & CO., LTD.
(incumbent)
Audit & Supervisory Board Member, Toyota Motor Corporation (incumbent)
- Mar. 2016 Representative director of Shimizu Scholarship Foundation, general incorporated foundations (incumbent)