



May 18, 2020

To whom it may concern

Z Holdings Corporation
Kentaro Kawabe
President and CEO
Stock Code: 4689

Notification of Change to the Directors

The Board of Directors of Z Holdings Corporation (the “Company”) determined, at its Board of Directors meeting held today, proposed changes to its directors (excluding those serving on the Audit and Supervisory Committee) and proposed changes to its directors serving on the Audit and Supervisory Committee (as scheduled) (“Change in Directors”) as indicated in paragraphs 1 and 2 below.

Please note that this Change in Directors is expected to take effect upon the resolution at the 25th Ordinary General Meeting of the Shareholders to be held on June 23, 2020, and upon the effectiveness of the business integration between the Company and LINE Corporation (“Business Integration”), which will result from the share exchange, using the shares of the Company as consideration, in which ZHD will become the 100% parent company of the LINE Demerger Preparatory Company and the LINE Demerger Preparatory Company will become the wholly-owned subsidiary of the Company (the “Share Exchange”). The candidates set forth in paragraph 1 below will be appointed in connection with the Share Exchange, on the condition that the directors stated in paragraph 3 below will retire due to the expiration of their term of office on the day immediately prior to the effective date of the Share Exchange, and the candidates set forth in paragraph 2 below will be appointed at the same time, on the condition that the existing directors serving on the Audit and Supervisory Committee stated in paragraph 4 below will, by resigning, retire on the day immediately prior to the effective date of the Share Exchange.

Please refer to the “Announcement Regarding Definitive Agreement on Business Integration” released on December 23, 2019 with respect to the Business Integration between the Company and LINE Corporation, including the explanation regarding this Change in Directors.

1. Names of the new director candidates (excluding those serving on the Audit and Supervisory Committee), profiles and reasons for nomination:

(1) Takeshi Idezawa

April 2007	CEO, livedoor Co., Ltd. (currently NHN Techorus Corp.)
January 2012	Director, General Manager of Web Service Division, LINE Corporation
January 2014	Director, COO, LINE Corporation
April 2014	Representative Director, COO, LINE Corporation

Disclaimer

This is an English translation of the Japanese original version of the release. This translation is prepared and provided for reference purposes. Please refer to the original Japanese language release for the definitive version.

April 2015	Representative Director, President and CEO, LINE Corporation (to present)
October 2017	Representative Director, LINE Book Distribution Corporation (to present)
July 2018	Representative Director, LINE Digital Frontier Corporation (to present)

Reason for nomination

Mr. Takeshi Idezawa achieved the successful rehabilitation of the management of the company formerly known as livedoor Co., Ltd., and has demonstrated strong organizational control and leadership in supervising the overall management of LINE Corporation. The Company has selected him as a candidate to serve as a director of the Company following the Business Integration so that, as a Co-CEO (scheduled), together with Mr. Kentaro Kawabe who is also scheduled to be appointed as a Co-CEO, he can effectively implement rapid synergy of the integrated company, drawing from his expertise and experience.

(2) Jungho Shin

July 2008	Executive Officer, General Manager of Corporate Planning Department, Naver Japan Corporation (currently LINE Corporation)
January 2012	Director, LINE Corporation
March 2013	Representative Director, LINE Plus Corporation (to present)
April 2014	Director, CGO, LINE Corporation
April 2018	Director, CSO, LINE Corporation
February 2019	Director, CWO, LINE Corporation
April 2019	Representative Director, CWO, LINE Corporation (to present)

Reason for nomination

Being responsible for product strategy and overseas business for the LINE Group, Mr. Jungho Shin has assumed a leading role in the creation of innovative products, thereby driving the growth of the LINE Group. The Company has selected him as a candidate to serve as a director of the Company following the Business Integration so that Mr. Shin, with his strong track record, can lead the product strategy of the integrated company as its Chief Product Officer (scheduled), with the goal of propelling its dramatic growth.

(3) Jun Masuda

November 2007	Director, Vice President of Products and Marketing, Baidu, Inc. (currently Baidu Japan Inc.)
October 2008	Joined Naver Japan Corporation (currently LINE Corporation), Senior Manager of Business Strategy Department
January 2012	Executive Officer, Senior Manager of Business Strategy Department, LINE Corporation

April 2014	Senior Executive Officer, CSMO, LINE Corporation
September 2014	Representative Director, LINE Ventures Corporation (to present)
December 2014	Representative Director, LINE MUSIC Corporation (to present)
March 2015	Director, CSMO, LINE Corporation (to present)
November 2016	Outside Director, Demae-can Co., Ltd. (to present)
September 2017	Representative Director, LINE TICKET Corporation (to present)

Reason for nomination

Being responsible for LINE Corporation's overall domestic product strategy and domestic marketing strategy in Japan, Mr. Jun Masuda has promoted efforts to improve the brand value of LINE Corporation and promoted swift, innovative business development. The Company has selected him as a candidate to serve as a director of the Company following the Business Integration, based on its assessment that his substantial experience will be critical in improving the overall brand value of the Z Holdings Group.

2. Names of the new director candidates to serve on the Audit and Supervisory Committee, profiles and reasons for nomination:

(1) Maiko Hasumi

April 1997	Joined Fuji Television Network, Inc.
August 2005	Joined FIL Investments (Japan) Limited
July 2009	Joined Ever Rich Asset Management, LLC (to present)
June 2018	Board Member, CyberBuzz, Inc. (to present)

Reason for nomination

Ms. Maiko Hasumi received an MBA from Stanford Graduate School of Business, and has substantial knowledge and experience in corporate management, as well as deep insight as a financial analyst, which she has accumulated from her career as a fund manager. The Company has selected her as a candidate to act as an outside director serving on the Audit and Supervisory Committee of the Company following the Business Integration, with the expectation that she will provide useful advice and supervision concerning the Company's management from an investor's perspective.

(2) Tadashi Kunihiro

April 1986	Registered as an attorney at law Joined Nasu & Iguchi Law Office
January 1994	Established Kunihiro Law Office (currently T. Kunihiro & Co., Attorneys-at-Law) (to present)
June 2007	Outside Director, Tokio Marine & Nichido Fire Insurance Co., Ltd. (to present)

June 2012	Outside Audit & Supervisory Board Member, Mitsubishi Corporation (to present)
October 2015	Outside Director, LINE Corporation (to present)
June 2017	Outside Audit & Supervisory Board Member, OMRON Corporation (to present)

Reason for nomination

As a lawyer, Mr. Tadashi Kunihiro has a broad range of insight in corporate crisis management and compliance systems. The Company has selected him as a candidate to act as an outside director serving on the Audit and Supervisory Committee of the Company following the Business Integration, in light of his track record for providing, as an outside director of LINE Corporation, appropriate and valuable advice and recommendations, particularly with respect to the establishment of crisis management processes. Although he has not been involved in corporate management other than having served as an outside director, the Company judges him suitable to serve as an outside director for the aforementioned reasons.

(3) Rehito Hatoyama

April 1997	Joined Mitsubishi Corporation
May 2008	Joined Sanrio Company, Ltd.
June 2010	Director, Sanrio Company, Ltd.
April 2013	Managing Director, Sanrio Company, Ltd.
March 2016	Outside Director, LINE Corporation (to present)
April 2016	Outside Director, Pigeon Corporation (to present)
June 2016	Outside Director, transcosmos inc. (to present)
July 2016	Representative Director, Hatoyama Soken Corporation (to present)

Reason for nomination

Mr. Rehito Hatoyama received his MBA from Harvard Business School, and is highly experienced in corporate strategy for globalization, corporate governance and innovation in the IT and entertainment industries. He has substantial insight on business expansion and business management overseas, mainly in the content and character license businesses. The Company has selected him as a candidate to act as an outside director serving on the Audit and Supervisory Committee of the Company following the Business Integration, in light of his track record of providing appropriate and valuable advice and recommendations from a practical viewpoint as an outside director of LINE Corporation, cultivated through his corporate management experience.

3. Terms of office of directors (excluding those serving on the Audit and Supervisory Committee)

In order to maintain the current board of directors until the date immediately prior to the

effective date of the Share Exchange, the Company proposes to reappoint all six incumbent directors (excluding those serving on the Audit and Supervisory Committee) at the Company's 25th Ordinary General Meeting of the Shareholders. Please note that for this purpose, the Company proposes to appoint Mr. Masayoshi Son, Mr. Ken Miyauchi and Mr. Kazuhiko Fujihara as directors, with their terms of office terminating on the day immediately prior to the effective date of the Share Exchange, conditioned upon the effectiveness thereof.

4. Retirement of directors serving on the Audit and Supervisory Committee

Among the incumbent directors serving on the Audit and Supervisory Committee, Mr. Shingo Yoshii and Ms. Hiromi Onitsuka-Baur are scheduled to retire by submitting their resignations on the day immediately prior to the effective date of the Share Exchange, conditioned upon the effectiveness thereof.