June 28, 2023 1-15-16 Midori-cho, Inage-ku, Chiba-shi, Chiba

ZOZO, Inc.

Representative Director President & CEO Kotaro Sawada

Notice of the Resolution for the 25th Ordinary General Meeting of Shareholders

Firstly, we would like to express our sincere gratitude for your continued support and patronage. This is to notice that the following resolutions have been approved at today's 25th Ordinary General Meeting of Shareholders.

Reporting Matters

- 25th Term (from April 1, 2022 to March 31, 2023) content of the business report, content of the consolidated financial statements, and report of the audited consolidated financial statements of the Accounting Auditor and the Audit and Supervisory Board
- 2. Report of the 25th (from April 1, 2022 to March 31, 2023) of financial statements
 - : The contents of the above were reported.

Resolution Matters Agenda No.1

Dividends of surplus

The agenda was approved and resolved as originally proposed. For the 25th fiscal period, the year-end dividend is 41 yen per share, and 12,294,128,021 yen in total, effective on June 30, 2023.

Agenda No.2

Partial amendments to the Articles of Incorporation

The agenda was approved and resolved as originally proposed. The details of the amendments are as follows.

- 1) The Company transitions to a company with an Audit and Supervisory Committee in order to strengthen the supervisory function of the Board of Directors and further enhance corporate governance. For that reason, the Company made necessary changes for the transition, including establishing new provisions and deleting provisions related to the Audit and Supervisory Board.
- 2) In order to implement a flexible capital policy and dividend policy and enable the dividends of surplus through resolutions of the Board of Directors, the Company established a new provision. Additionally, the Company deleted the current provision whose content overlaps with the abovementioned provision.
- 3) Other necessary changes, including lexical corrections, are made in connection with the above changes.

Agenda No.3

Appointment of 8 Directors who are not Audit and Supervisory Committee members

The agenda was approved and resolved as originally proposed. Kotaro Sawada, Koji Yanagisawa, Fuminori Hirose, Takao Ozawa, Yuko Nagata, Kazunori Hotta, Taro Saito, and Takako Kansai were elected and assumed the position.

Agenda No.4

Appointment of 3 Directors who are Audit and Supervisory Committee members
The agenda was approved and resolved as originally proposed. Hiroko Igarashi,
Junko Utsunomiya, Kumiko Nishiyama were elected and assumed the position.
Appointment of a substitute Audit and Supervisory Committee member
The agenda was approved and resolved as originally proposed. Shichiro Hattori

was elected and assumed the position of a Director who was a substitute Audit and

Agenda No.5

Supervisory Committee member.

Agenda No.6 Determination of remuneration, etc, for Directors who are not Audit and

Supervisory Committee members

The agenda was approved and resolved as originally proposed.

The amount of remuneration, etc. for Directors (excluding Directors who are Audit and Supervisory Committee members) shall be no more than 800 million yen per year (of which the portion for Outside Directors shall not exceed 50 million yen).

Agenda No.7 Determination of remuneration, etc, for Directors who are Audit and Supervisory

Committee members

The agenda was approved and resolved as originally proposed.

The amount of remuneration, etc. for Directors who are Audit and Supervisory

Committee members shall be no more than 70 million yen per year

Agenda No. 8 The setting of compensation, etc. (performance-linked restricted stock

compensation) for Directors who are not Audit and Supervisory Committee

members (excluding non-Executive Directors)

The agenda was approved and resolved as originally proposed.

End.