

FOR IMMEDIATE RELEASE

February 17, 2017

## Dentsu Announces Change of Certified Public Accountant

Dentsu Inc. (Tokyo: 4324; ISIN: JP3551520004; President and CEO Toshihiro Yamamoto; Head Office: Tokyo; Capital: 74,609.81 million yen) held a meeting of its Audit & Supervisory Board today at which it announced that its Audit & Supervisory Committee has resolved that the Company will change its certified public accountant responsible for audit certification in accordance with Article 193-2, Paragraphs 1 and 2 of the Financial Instruments and Exchange Act, as described below.

1. Expected date of change  
March 30, 2017 (Expected date of the 168<sup>th</sup> Ordinary General Meeting of Shareholders)

2. Overview of incoming and outgoing certified public accountants

(1) Overview of incoming certified public accountant

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| 1) Name  | KPMG AZSA LLC  |
| 2) Location  | AZSA Center Building, 1-2 Tsukudo-cho,<br>Shinjuku-ku, Tokyo |
| 3) Names of Engagement Partners  | Toshiya Mori, Kentaro Maruta, Kohei Shingaki                 |
| 4) Registration status under the registration system of audit firms for listed companies of The Japanese Institute of Certified Public Accountants | Registered   |

## (2) Overview of outgoing certified public accountant

|                                 |   |
|---------------------------------|---|
| 1) Name                         | Deloitte Touche Tohmatsu LLC  |
| 2) Location                     | Shinagawa Intercity<br>2-15-3 Konan,<br>Minato-ku, Tokyo                |
| 3) Names of Engagement Partners | Tsutomu Hirose, Tokio Suzuki, Masanori Toyoizumi,<br>Masaharu Haraguchi |

3. Reason for nominating the certified public accountant stated in 2-(1)  
The reason the Audit & Supervisory Committee nominated KPMG AZSA LLC was that KPMG AZSA LLC was considered to fulfill the required expertise, independence and internal management system as the certified public accountant of the Company. Furthermore, KPMG AZSA LLC has a centralized audit system to manage the audit of the Company's global activities. This led to its decision that KPMG AZSA LLC is able to perform the Company's accounting audit.
4. Most recent date of appointment of outgoing certified public accountant  
March 30, 2016
5. Opinions on audit reports and other documents prepared by the outgoing certified public accountant in the past three years  
Not applicable
6. Reasons and processes for decision to make the change  
The official term of Deloitte Touche Tohmatsu LLC, the Company's current certified public accountant, will expire at the close of the 168th Ordinary General Meeting of Shareholders, scheduled for March 30, 2017. The external audits of the Company and its domestic subsidiaries and overseas subsidiaries have been performed by different firms. The Audit & Supervisory Committee and the management have agreed to unify the external auditor considering the efficiency and effectiveness of the audit for the Group. After the tender from the multiple audit firms and meetings with the management, the Audit & Supervisory Committee has selected the candidate firm, and it has been determined that KPMG AZSA LLC will be nominated as the external auditor. As a result, the Company plans to subsequently appoint KPMG AZSA LLC due to the reason written in paragraph 3 above.
7. Opinions of the outgoing certified public accountant concerning the statements in audit reports and other documents regarding the reasons and processes described

in 6. Above

The Company received a reply stating that there is no particular opinion.

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