

Please note that the following is an English translation of the original Japanese version of the Notice of the 46th Annual General Meeting of Shareholders, Guidance on Exercising Voting Rights and Reference Documents for the General Meeting of Shareholders, prepared only for the convenience of shareholders residing outside Japan. In the case of any discrepancy between the translation and the Japanese original, the latter shall prevail.

Securities Code: 4812
March 5, 2021

To Our Shareholders

Ryoichi Nawa,
President and Representative Director
2-17-1, Konan, Minato-ku, Tokyo, Japan
Information Services International-Dentsu, Ltd.

NOTICE OF THE 46TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce the 46th Annual General Meeting of Shareholders of Information Services International-Dentsu, Ltd. (the “Company” or “ISID, Ltd.”) to be held as described below.

In order to prevent the spread of infection of the novel coronavirus disease (COVID-19), you are encouraged to exercise your voting rights prior to the meeting in writing or via the Internet, if at all possible. You are urged to refrain from traveling to the venue on the date of the meeting.

Please review the Reference Documents for the General Meeting of Shareholders given below and exercise your voting rights by 5:30 p.m. on Tuesday, March 23, 2021 in accordance with the guidance on page 2 to 3.

On the date of the meeting, we will provide live streaming over the Internet so that shareholders will be able to watch the proceedings.

Meeting Details

1 Date and Time:	Wednesday, March 24, 2021, at 10:00 a.m. (Doors open at 9:00 a.m.)
2 Place:	3F Hall, Head Office of the Company Keio Shinagawa Building 2-17-1, Konan, Minato-ku, Tokyo, Japan
3 Objectives of the Meeting:	<p>Matters to be reported:</p> <ol style="list-style-type: none"> 1. Business Report, Consolidated Financial Statements and Audit Reports on the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board for the 46th Fiscal Term (From January 1, 2020 to December 31, 2020) 2. Non-consolidated Financial Statements for the 46th Fiscal Term (From January 1, 2020 to December 31, 2020) <p>Matters to be resolved:</p> <p>Proposal 1: Appropriation of Surplus Proposal 2: Election of Six Directors Proposal 3: Election of Two Audit & Supervisory Board Members Proposal 4: Election of One Substitute Audit & Supervisory Board Member</p>

- The following documents and items are posted on the Company’s website stated below in accordance with the laws and regulations and stipulations of the Company’s articles of incorporation.
 - “(5) Systems to Secure the Propriety of Business Activities and the Status of Implementation of the Systems” in the Business Report
 - “Consolidated Statement of Changes in Equity” and “Notes to Consolidated Financial Statements” in the Consolidated Financial Statements
 - “Non-consolidated Statement of Changes in Equity” and “Notes to Non-consolidated Financial Statements” in the Non-consolidated Financial Statements

Therefore, the documents attached to the original Japanese version of this notice make up but a part of the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Audit & Supervisory Board Members and the Accounting Auditor during the preparation of the Audit Report.

Any amendments to the Reference Documents for the General Meeting of Shareholders, Business Report, Consolidated Financial Statements, and Non-consolidated Financial Statements will be posted (in Japanese only) on the Company’s website stated below.
 - **Please note that no gift will be provided for attendees at the meeting. We greatly appreciate your understanding.**
- The Company’s website <https://www.isid.co.jp/ir/stocks/soukai.html>

Guidance on Live Streaming

The Company will stream the General Meeting of Shareholders live. For details, please refer to “Regarding Measures to Prevent the Spread of COVID-19 and the Live Streaming” notice enclosed with this notice.



Date and
streaming schedule

Wednesday, March 24, 2021, from 10:00 a.m. to the conclusion of the meeting.

Guidance on Exercising Voting Rights Prior to the Meeting

Please review page 4 and subsequent pages for the Reference Documents for the General Meeting of Shareholders and exercise your voting rights prior to the meeting.

By submitting the Voting Rights Exercise Form in writing



Please indicate your approval or disapproval to each of the proposals on the enclosed Voting Rights Exercise Form and post it to us without a postage stamp.

Exercise Due Date

To be received no later than 5:30 p.m. on Tuesday, March 23, 2021.

By exercising voting rights via the Internet



Please access the website for exercising voting rights (<https://evote.tr.mufg.jp/>) and follow the instructions on the next page to indicate your approval or disapproval to each of the proposals.

Exercise Due Date

No later than 5:30 p.m. on Tuesday, March 23, 2021.

Guidance on Exercising Voting Rights via the Internet

If you exercise your voting rights via the Internet, please review the following items and exercise your voting rights.

If you attend the General Meeting of Shareholders, voting in writing (Voting Rights Exercise Form) or via the Internet is not necessary.

1. Exercising voting rights via the Internet

- (1) You may exercise your voting rights via the Internet only by accessing the following website for exercising voting rights designated by the Company. (The website will be unavailable from 2:00 a.m. to 5:00 a.m. every day. Furthermore, you may not be able to use the website depending on the Internet usage environment).

[Website for exercising voting rights] <https://evote.tr.mufg.jp/>

- (2) Enter the “Login ID” and “Temporary Password” shown on the enclosed Voting Rights Exercise Form, and then follow the instructions on the screen to exercise your voting rights. In addition, you can exercise your voting rights via your smartphone by scanning the “QR Code for Login.” * QR Code is a registered trademark of DENSO WAVE INCORPORATED.
- (3) If you exercise your voting rights both in writing and via the Internet, only the vote exercised via the Internet shall be treated as valid. If voting rights via the Internet multiple times, only the last vote shall be treated as valid.
- (4) Any costs arising from using the website for exercising voting rights (Internet connection fees and communication charges, etc.) shall be borne by the shareholder.
- (5) Voting via the Internet is accepted until 5:30 p.m. on Tuesday, March 23, 2021. However, we request that you exercise your voting rights at your earliest convenience. Please contact our Help Desk for any inquiries.

2. Handling of passwords

- (1) Please note that you will be asked to change your “Temporary Password” on the website for exercising voting rights in order to prevent unauthorized access (spoofing) and alternation of voting by non-shareholders.
- (2) A new “Login ID” and “Temporary Password” will be issued every time a General Meeting of Shareholders is convened.
- (3) The password is our means by which the identity of the shareholder exercising the vote is verified. Please keep your password safe. Telephone inquiries regarding passwords shall not be answered.

3. For inquiries regarding exercising voting rights via the Internet (Help Desk)

Stock Transfer Agency Department, Mitsubishi UFJ Trust and Banking Corporation
Telephone: 0120-173-027 (toll-free only within Japan)
Office hours: 9:00 a.m. to 9:00 p.m.

Reference Documents for the General Meeting of Shareholders

Proposal 1: Appropriation of Surplus

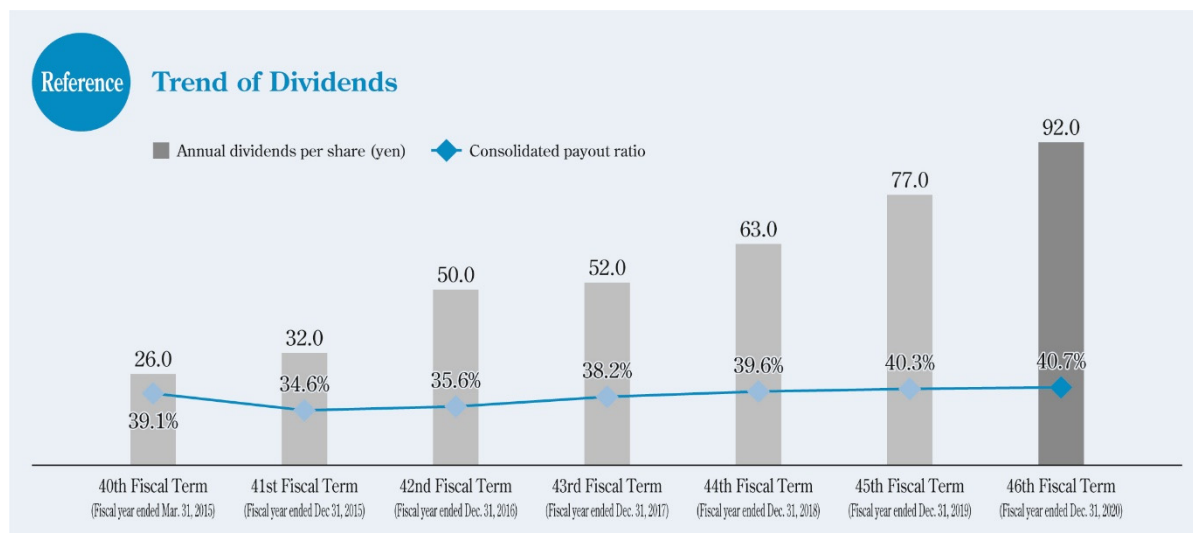
The Company regards the return of profits to shareholders as a vital management issue. While securing internal reserves to achieve sustainable growth, the Company's basic policy for dividends is to ensure continual payment of appropriate and stable dividends to all shareholders. At the same time, we have set the target consolidated dividend payout ratio of 40% or higher.

Regarding the year-end dividend, although initially forecasting 43 yen per share, the Company proposes to pay a year-end dividend of 49 yen per share, 6 yen higher than the forecast.

Moreover, combined with an interim dividend of 43 yen per share already paid out, the annual dividends shall amount to 92 yen per share, and the consolidated payout ratio shall be 40.7%.

Year-end dividends

- (1) Type of dividend property
Cash
- (2) Allocation of dividend property and total amount of allocation
49 yen per share of the Company
Total amount: 1,596,534,219 yen
- (3) Effective date of dividends of surplus
March 25, 2021



Note: The Company performed a two-for-one share split on its ordinary shares with the effective date of January 1, 2021. Year-end dividends for fiscal 2020, for which the record date is December 31, 2020, will be based on the number of shares before the share split.

Proposal 2: Election of Six Directors

The terms of office of all six Directors of the Company will expire at the conclusion of this meeting. In that regard, the Company proposes the following six Directors be elected.

The Director candidates are as follows:

No.	Name	Current position in the Company	Attributes		
1	Ryoichi Nawa	President and Representative Director CEO & COO	Reelection		
2	Misao Toyoda	Director, Executive Vice President	Reelection		
3	Akira Kobayashi	Senior Managing Director	New election		
4	Kazuo Ichijo	Director	Reelection	Outside	Independent
5	Yukari Murayama	Director	Reelection	Outside	Independent
6	Shuji Yamaguchi	Director	Reelection	Non- Executive	

Candidate No.	Name (Date of Birth) Number of the Company's Shares Owned	Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions Outside the Company)
1	<p>[Reelection]</p> <p>Ryoichi Nawa (October 24, 1957)</p> <p>9,560 shares</p>	<p>Apr. 1981 Joined ISID, Ltd.</p> <p>Apr. 2011 Executive Officer of ISID, Ltd.</p> <p>Jan. 2017 Senior Executive Officer of ISID, Ltd.</p> <p>Mar. 2018 Director of ISID, Ltd.</p> <p> Managing Director of ISID, Ltd.</p> <p>Jan. 2019 President and Representative Director of ISID, Ltd. <current position> Chief Executive Officer and Chief Operating Officer of ISID, Ltd. <current position></p>
	<p>(Reasons for nomination)</p> <p>Since joining ISID, Ltd., he has been involved mainly in sales work, and held positions including a post at a U.S. subsidiary on secondment, Deputy to the person in charge of the business department providing core systems, and President and Representative Director of a joint venture company with U.S. GE Group company, giving him a wealth of operational and management experience. Since assuming the office of Director in 2018, he has contributed to improving the business performance of the segment he is in charge of and also led efforts to formulate the new Medium-Term Management Plan and new Corporate Philosophy. In January 2019, he assumed the office of President and Representative Director, Chief Executive Officer and Chief Operating Officer, and took on the role of Chair of the meetings of Board of Directors. He is deemed capable of fulfilling his role appropriately in overseeing the overall management of ISID, Ltd.'s group (the "ISID Group"). Therefore, he has been nominated again as a Director candidate.</p>	
2	<p>[Reelection]</p> <p>Misao Toyoda (July 24, 1956)</p> <p>1,900 shares</p>	<p>Apr. 1979 Joined DENTSU INC.</p> <p>Aug. 2004 Deputy Director of Satellite Media Division of DENTSU INC.</p> <p>Apr. 2011 Director of 3rd Sales Division of DENTSU INC.</p> <p>Jan. 2016 Executive Officer of DENTSU INC.</p> <p>Jan. 2018 Senior Managing Director of ISID, Ltd.</p> <p>Mar. 2018 Director of ISID, Ltd. <current position></p> <p>Jan. 2019 Executive Vice President of ISID, Ltd. <current position></p> <p>Mar. 2019 Business Supervisor of ISID, Ltd. <current position></p> <p>Jan. 2020 In charge of Business Promotion and Management Division of ISID, Ltd. <current position></p>
	<p>(Reasons for nomination)</p> <p>After joining DENTSU INC. in 1979, he was involved mainly in media and sales work, and since 2016 as Executive Officer he was in charge of sales and the publishing business, as well as administrative management of group companies in Japan. As such, he has a wealth of operational experience at DENTSU INC. and knowledge of the overall business management. In 2018, he assumed the office of Director of ISID, Ltd., and currently as an Executive Vice President, he oversees the overall operations of the ISID Group. He has proven himself to be capable of fulfilling his role appropriately in decision-making on important management matters, supervising the execution of operations, etc. Therefore, he has been nominated again as a Director candidate.</p>	

Candidate No.	Name (Date of Birth) Number of the Company's Shares Owned	Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions Outside the Company)
3	<p>[New election]</p> <p>Akira Kobayashi (February 28, 1959)</p> <p>10,600 shares</p>	<p>Apr. 1982 Joined ISID, Ltd.</p> <p>Apr. 2005 Executive Officer of ISID, Ltd.</p> <p>Jun. 2009 Director of ISID, Ltd.</p> <p>Apr. 2010 Managing Director, Segment Director of Financial Solution of ISID, Ltd.</p> <p>Jan. 2020 Assistant Business Supervisor and in charge of X (Cross) Innovation Center of ISID, Ltd. Deputy to the person in charge of Corporate Planning Office and Business Promotion and Management Division of ISID, Ltd.</p> <p>Mar. 2020 Retired from Director of ISID, Ltd. Senior Managing Director of ISID, Ltd. <current position></p> <p>Jan. 2021 Assistant Corporate Supervisor of ISID, Ltd. <current position> In charge of Corporate Planning Office and Corporate Administration Division of ISID, Ltd. <current position></p>
	<p>(Reasons for nomination)</p> <p>Since joining ISID, Ltd., he has been involved mainly in technical work, such as the development of systems, including being placed in charge of the Financial Solutions Segment, giving him a wealth of operational experience. In addition to proving himself to be capable of fulfilling his role appropriately in decision-making on important management matters, supervising the execution of operations, etc. over his many years engaged in the management of the Company as a Director, currently, as Senior Managing Director, he serves the role of Assistant Corporate Supervisor of the ISID Group. Therefore, based on his in-depth insight and abundant experience gained thus far, he is deemed capable of contributing to enhancing the corporate value of the Company and has been nominated as a Director candidate.</p>	
4	<p>[Reelection/ Outside Director/ Independent Director]</p> <p>Kazuo Ichijo (October 13, 1958)</p> <p>0 shares</p>	<p>Oct. 1993 Associate Professor of Faculty of Social Sciences at Hitotsubashi University</p> <p>Apr. 2001 Professor of Graduate School of Social Sciences, and International Corporate Strategy at Hitotsubashi University</p> <p>Jun. 2001 Outside Audit & Supervisory Board Member of ISID, Ltd.</p> <p>Mar. 2005 Outside Director of SHIMANO INC. <current position></p> <p>Apr. 2007 Professor of Graduate School of International Corporate Strategy at Hitotsubashi University</p> <p>Apr. 2014 Dean of Graduate School of International Corporate Strategy at Hitotsubashi University</p> <p>Jun. 2015 Outside Director of ISID, Ltd. <current position></p> <p>Jun. 2017 Outside Director of PIA Corporation <current position></p> <p>Jan. 2018 Outside Member of the Board of World Co., Ltd. <current position></p> <p>Apr. 2018 Professor, Dean of Graduate School of International Corporate Strategy at Hitotsubashi University Business School <current position></p>
	<p>(Reasons for nomination)</p> <p>He assumed the office of Outside Director in 2015 so that he could contribute directly to the improvement of corporate value of ISID, Ltd., in light of his experience since assuming the office of Outside Audit & Supervisory Board Member in 2001, a position in which he has proven himself to be capable of fulfilling his role appropriately in supervising the execution of duties by Directors, etc. While possessing knowledge and experience as an expert in corporate strategies, innovation and corporate governance research, as well as extensive experience in performing the role of outside officer at other listed companies, he fulfills the "Requirements for Independence as Outside Director/Outside Audit & Supervisory Board Member" established by ISID, Ltd. Since August 2017, he has been serving as a committee member of the Nominating and Remuneration Committee that ISID, Ltd. voluntarily established, and since January 2019, he has been serving as chairman of the same committee. During such time, he has contributed significantly toward securing the objectivity and transparency of the nomination and remuneration of directors. Therefore, as it is deemed that he can continue to offer useful advice to the management of ISID, Ltd., he has been nominated again as an Outside Director candidate. He has so far never had experience of being involved in corporate management except as an outside officer, but due to the reasons described above, he has been deemed capable of appropriately executing his duties as Outside Director.</p>	

Candidate No.	Name (Date of Birth) Number of the Company's Shares Owned	Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions Outside the Company)
5	<p>[Reelection/ Outside Director/ Independent Director]</p> <p>Yukari Murayama (August 4, 1972)</p> <p>0 shares</p>	<p>Apr. 2000 Registered as an attorney at law Attorney at law at Bingham McCutchen Murase, Sakai Mimura Aizawa – Foreign Law Joint Enterprise (former Sakai Hideyuki Law Office)</p> <p>Jan. 2010 Seconded to Supervisory Bureau of Financial Services Agency (NonBank Financial Companies Office and Financial System Stabilization Management Office)</p> <p>Apr. 2012 Returned to Bingham McCutchen Murase, Sakai Mimura Aizawa – Foreign Law Joint Enterprise Counsel at Bingham McCutchen Murase, Sakai Mimura Aizawa – Foreign Law Joint Enterprise</p> <p>Jan. 2013 Partner at Bingham McCutchen Murase, Sakai Mimura Aizawa – Foreign Law Joint Enterprise</p> <p>Apr. 2015 Partner at Anderson Mori & Tomotsune <current position></p> <p>Jun. 2015 Outside Audit & Supervisory Board Member of ISID, Ltd.</p> <p>Mar. 2016 Outside Director of ISID, Ltd. <current position></p> <p>(Reasons for nomination)</p> <p>She assumed the office of Outside Director in 2016 so that she could contribute directly to the improvement of corporate value of ISID, Ltd., in light of her experience since assuming the office of Outside Audit & Supervisory Board Member in 2015, a position in which she has proven herself to be capable of fulfilling her role appropriately in supervising the execution of duties by Directors, etc. She has extensive specialist knowledge and practical experience in corporate law as an attorney at law, as well as practical experience in financial supervisory administration, as the result of being seconded to the Supervisory Bureau of the Financial Services Agency. She also fulfills the “Requirements for Independence as Outside Director/Outside Audit & Supervisory Board Member” established by ISID, Ltd. Since August 2017, she has been serving as a committee member of the Nominating and Remuneration Committee that ISID, Ltd. voluntarily established, during which time she has contributed significantly toward securing the objectivity and transparency of the nomination and remuneration of directors. Therefore, as it has been deemed that she can continue to offer useful advice to the management of ISID, Ltd., she has been nominated again as an Outside Director candidate. She has so far never had experience of being involved in corporate management except as an outside officer, but due to the reasons described above, she has been deemed capable of appropriately executing her duties as Outside Director.</p>
6	<p>[Reelection/ Non- Executive Director]</p> <p>Shuji Yamaguchi (January 4, 1966)</p> <p>0 shares</p>	<p>Apr. 1989 Joined DENTSU INC.</p> <p>Oct. 2009 Senior Manager of Kansai Sales Division of DENTSU INC.</p> <p>Oct. 2014 Deputy Director of Kansai Sales Division of DENTSU INC.</p> <p>Jul. 2015 Assistant to Director of Kansai Sales Division of DENTSU INC.</p> <p>Jan. 2017 Director of Digital Platform Center of DENTSU INC.</p> <p>Feb. 2017 Director of D2C Inc. <current position></p> <p>Dec. 2018 Director of Dentsu Digital Inc. <current position></p> <p>Jan. 2019 Executive Officer of DENTSU INC. Managing Director of Digital Business Center of DENTSU INC.</p> <p>Jan. 2020 Executive Officer of DENTSU INC. <current position> Managing Director of Digital Business Center of DENTSU INC. Director of Rakuten Data Marketing, Inc. <current position></p> <p>Mar. 2020 Director of ISID, Ltd. <current position> Director of CARTA HOLDINGS, INC. <current position></p> <p>Jan. 2021 Executive Officer of Dentsu Japan Network of Dentsu Group Inc. <current position></p> <p>(Reasons for nomination)</p> <p>Since joining DENTSU INC. in 1989, he has been involved mainly in sales work at the Kansai Sales Division of that company. Since January 2019, he has been in charge of the Digital Business of that company as an Executive Officer. He also has served as officer for a digital-related Dentsu Group company, giving him a wealth of operational and management experience. Therefore, as it has been deemed that he can offer useful advice to the management of ISID, Ltd. and contribute to promotion of cooperation with the Dentsu Group, he has been nominated again as a Director candidate.</p>

Notes:

1. There is no special interest between any of the candidates and the Company.
2. Number of the Company's shares owned by each candidate states the number of shares owned as of December 31, 2020 before the share split implemented on January 1, 2021.
3. The Business Supervisor is responsible for overseeing matters concerning the overall business activities of the Company and the rest of its group companies, in the best interests of the entire group.
4. The Corporate Supervisor is responsible for overseeing matters concerning the corporate departments of the Company and the rest of its group companies, in the best interests of the entire group.
5. Mr. Kazuo Ichijo is currently Outside Director of the Company. At the conclusion of this meeting, his tenure as Outside Director will have been five years and nine months. Moreover, his tenure as Audit & Supervisory Board Member was 14 years.
6. Ms. Yukari Murayama is currently Outside Director of the Company. At the conclusion of this meeting, her tenure as Outside Director will have been five years. Moreover, her tenure as Audit & Supervisory Board Member was nine months.
7. Mr. Kazuo Ichijo and Ms. Yukari Murayama are Outside Director candidates.
8. Mr. Kazuo Ichijo and Ms. Yukari Murayama satisfy the requirements for independent officers as provided for by the Tokyo Stock Exchange and the "Requirements for Independence as Outside Director/Outside Audit & Supervisory Board Member" established by the Company. The Company has submitted notification to the said exchange that Mr. Kazuo Ichijo and Ms. Yukari Murayama have been appointed as independent officers. If their reelection is approved, the Company plans to notify the said exchange again of their appointment as independent officers.
9. Mr. Shuji Yamaguchi is currently an Executive Officer of DENTSU INC., a subsidiary of Dentsu Group Inc., the parent company of the Company.
10. Dentsu Japan Network is an in-house company of Dentsu Group Inc. that supervises and supports Japan businesses of Dentsu Group.
11. The Company has entered into a limited liability agreement with Mr. Kazuo Ichijo, Ms. Yukari Murayama and Mr. Shuji Yamaguchi for the liability amount of 6 million yen, or the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act, whichever is higher. If their reelection is approved, the Company plans to renew the aforementioned agreement with each of them.
12. The Company takes out directors and officers liability insurance policy comprising the following coverage in order to secure excellent personnel and prevent irresoluteness in execution of duties and plans to update those policies in April 2021. All Director candidates are already included in the director and officer liability insurance policy as the insured, and the Company intends to continue to include them as the insured after their election.

[Overview of insurance policy details]

(1) Allocation of substantial insurance fee burden among the insured

The insurance fee for the policy and all added special clauses is borne by the Company and no substantial insurance fee is borne by the insured.

(2) Overview of incidents covered by insurance to which compensation applies

The directors and other officers who are included as insured shall receive compensation for their liability borne from execution of their duties or for their liability arising from claims in pursuit of that liability. However, the policy does include exemption clauses for cases such as for acts in violation of laws or regulations that were carried out with full knowledge of their illegality.

Proposal 3: Election of Two Audit & Supervisory Board Members

Audit & Supervisory Board Members, Mr. Yonosuke Nakagome and Mr. Yoshinobu Ise, will resign at the conclusion of this meeting. Therefore, the Company proposes to elect two Audit & Supervisory Board Members.

Since the following two Audit & Supervisory Board Member candidates will be elected as substitutes for the resigning two Audit & Supervisory Board Members, in accordance with the articles of incorporation of the Company, their term of office shall be effective until the expiration of the term of office of their respective predecessors (until the conclusion of the Annual General Meeting of Shareholders for the fiscal term ending December 31, 2023). The consent of the Audit & Supervisory Board has been obtained for this proposal.

The Audit & Supervisory Board Member candidates are as follows:

No.	Name	Current position in the Company	Attributes	
1	Konosuke Umezawa	Senior Managing Director	New election	
2	Atsuhiko Sekiguchi		New election	Outside

Candidate No.	Name (Date of Birth) Number of the Company's Shares Owned	Career Summary and Position in the Company (Significant Concurrent Positions Outside the Company)	
1	<p>[New election]</p> <p>Konosuke Umezawa (March 21, 1958)</p> <p>1,000 shares</p>	<p>Apr. 1982 Joined EBARA CORPORATION</p> <p>Oct. 2005 Joined ISID, Ltd.</p> <p>Jun. 2008 Executive Officer of ISID, Ltd.</p> <p>Apr. 2010 Managing Director of ISID, Ltd.</p> <p>Apr. 2011 Development and Technology Manager In charge of Administrative Division of ISID, Ltd.</p> <p>Apr. 2013 In charge of Technology Headquarters of ISID, Ltd.</p> <p>Jan. 2020 Assistant Corporate Supervisor of ISID, Ltd. <current position> In charge of Corporate Administration Division of ISID, Ltd.</p> <p>Mar. 2020 Retired from Director of ISID, Ltd. Senior Managing Director of ISID, Ltd. <current position></p>	
	<p>(Reasons for nomination)</p> <p>Since joining ISID, Ltd., he has been involved mainly in technical work, such as the development of systems, including being placed in charge of the business department that handles business with the Dentsu Group, giving him a wealth of operational experience. In addition to proving himself to be capable of fulfilling his role appropriately in decision-making on important management matters, supervising the execution of operations, etc. over his many years engaged in the management of the Company as a Director, currently, as Senior Managing Director, he serves the role of Assistant Corporate Supervisor of the ISID Group. As he is deemed capable of fulfilling his role appropriately in supervising Directors' execution of duties, etc., he has been nominated as an Audit & Supervisory Board Member candidate.</p>		
2	<p>[New election/ Outside Audit & Supervisory Board Member]</p> <p>Atsuhiko Sekiguchi (December 2, 1961)</p> <p>0 shares</p>	<p>Apr. 1988 Joined DENTSU INC.</p> <p>Jun. 2012 Senior Manager of 3rd Sales Division of DENTSU INC.</p> <p>Jan. 2016 Assistant to Director of 3rd Sales Division of DENTSU INC.</p> <p>Jan. 2019 Director of Transformation Produce Division of DENTSU INC.</p> <p>Mar. 2021 Senior Professional of Transformation Produce Division of DENTSU INC. <current position></p>	
	<p>(Reasons for nomination)</p> <p>After joining DENTSU INC. in 1988, he has been involved mainly in marketing work and sales work. Since January 2019, he has been in charge of a department that provides support to customers carry out business reform, and through such roles, he has gained a wealth of operational experience and broad-ranging knowledge. As he is deemed capable of fulfilling his role appropriately in supervising Directors' execution of duties, etc., he has been nominated as an Outside Audit & Supervisory Board Member candidate.</p>		

Notes:

- There is no special interest between any of the candidates and the Company.
- Number of the Company's shares owned by each candidate states the number of shares owned as of December 31, 2020 before the share split implemented on January 1, 2021.
- Mr. Atsuhiko Sekiguchi is an Outside Audit & Supervisory Board Member candidate.
- Mr. Atsuhiko Sekiguchi will retire from DENTSU INC. on March 23, 2021.
- If the election of Mr. Konosuke Umezawa and Mr. Atsuhiko Sekiguchi is approved, the Company plans to enter into a limited liability agreement with each of them for the liability amount of 6 million yen, or the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act, whichever is higher.
- The Company takes out directors and officers liability insurance policy comprising the following coverage in order to secure excellent personnel and prevent irresoluteness in execution of duties and plans to update those policies in April 2021. Mr. Konosuke Umezawa is already included as an insured in the aforementioned insurance policy, and the Company intends to continue to include him as an insured after his election. The Company also intends to include Mr. Atsuhiko Sekiguchi as one of the insured after his election.

[Overview of insurance policy details]

- Allocation of substantial insurance fee burden among the insured
The insurance fee for the policy and all added special clauses is borne by the Company and no substantial insurance fee is borne by the insured.
- Overview of incidents covered by insurance to which compensation applies
The directors and other officers who are included as insured shall receive compensation for their liability borne from execution of their duties or for their liability arising from claims in pursuit of that liability. However, the policy does include exemption clauses for cases such as for acts in violation of laws or regulations that were carried out with full knowledge of their illegality.

Proposal 4: Election of One Substitute Audit & Supervisory Board Member

The Company proposes to elect one substitute Audit & Supervisory Board Member to be ready to fill a vacant position should the number of Audit & Supervisory Board Members fall below the number required by laws and regulations.

The appointment of the said substitute Audit & Supervisory Board Member requires that the number of Audit & Supervisory Board Members falls below the number required by laws and regulations. The term for the substitute Audit & Supervisory Board Member shall be the remaining term of the predecessor. In addition, this resolution shall remain effective until the opening of the next Annual General Meeting of Shareholders. The consent of the Audit & Supervisory Board has been obtained for this proposal.

The substitute Audit & Supervisory Board Member candidate is as follows:

Name (Date of Birth) Number of the Company's Shares Owned	Career Summary and Position in the Company (Significant Concurrent Positions Outside the Company)
Koichiro Tanaka (July 6, 1965) 0 shares	<p>Oct. 1987 Joined Tohmatsu Awoki & Sanwa (currently Deloitte Touche Tohmatsu LLC)</p> <p>Mar. 1991 Registered as a certified public accountant</p> <p>Aug. 1998 Assigned to U.S. Deloitte Touche Tohmatsu's Dalian Office Resident Representative of U.S. Deloitte Touche Tohmatsu's Dalian Office (Office Head)</p> <p>Sep. 2002 Assigned to Deloitte Touche Tohmatsu's Shenzhen Office in China Managing Director of the Japanese Operations Department in South China of Deloitte Touche Tohmatsu's Shenzhen Office in China</p> <p>Jun. 2003 Office Partner at Deloitte Touche Tohmatsu's Shenzhen Office in China</p> <p>Sep. 2003 Returned to the Auditor Division at the Tokyo Office of Deloitte Touche Tohmatsu</p> <p>Dec. 2003 Partner in the Corporate Finance Department of Deloitte Touche Tohmatsu</p> <p>May 2005 Registered as a certified public tax accountant</p> <p>Jul. 2014 Founder and Head of Tanaka Sogo Kaikei Jimusho <current position></p> <p>Mar. 2017 Outside Auditor of ODAWARA ENGINEERING CO., LTD. <current position></p> <p>Jun. 2018 Auditor of Japan Automobile Research Institute <current position></p> <p>Jun. 2020 Outside Corporate Auditor of Arisawa Mfg. Co., Ltd. <current position></p>

(Reasons for nomination)

He has been deemed capable of making use of his extensive knowledge of finance and accounting as a certified public accountant and certified public tax accountant, as well as extensive operational experience at a major auditing firm and overseas experience, in auditing for ISID, Ltd. Therefore, he has been nominated as a substitute Outside Audit & Supervisory Board Member candidate.

Notes:

- There is no special interest between the candidate and the Company.
- Number of the Company's shares owned by the candidate states the number of shares owned as of December 31, 2020 before the share split implemented on January 1, 2021.
- Mr. Koichiro Tanaka is a substitute Outside Audit & Supervisory Board Member candidate.
- In the event that Mr. Koichiro Tanaka assumes the office of Audit & Supervisory Board Member of the Company, the Company plans to enter into a limited liability agreement with him for the liability amount of 6 million yen, or the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act, whichever is higher.
- Mr. Koichiro Tanaka satisfies the requirements for independent officer as provided for by the Tokyo Stock Exchange and the "Requirements for Independence as Outside Director/Outside Audit & Supervisory Board Member" established by the Company. In the event that he assumes the office of Audit & Supervisory Board Member of the Company, the Company plans to notify the said exchange of his appointment as independent officer.
- The Company takes out directors and officers liability insurance policy comprising the following coverage in order to secure excellent personnel and prevent irresoluteness in execution of duties and plans to update those policies in April 2021. If Mr. Koichiro Tanaka is appointed as Outside Audit & Supervisory Board Member, he will be added to the policy as one of the insured after his election.

[Overview of insurance policy details]

(1) Allocation of substantial insurance fee burden among the insured

The insurance fee for the policy and all added special clauses is borne by the Company and no substantial insurance fee is borne by the insured.

(2) Overview of incidents covered by insurance to which compensation applies

The directors and other officers who are included as insured shall receive compensation for their liability borne from execution of their duties or for their liability arising from claims in pursuit of that liability. However, the policy does include exemption clauses for cases such as for acts in violation of laws or regulations that were carried out with full knowledge of their illegality.