

The following information was originally prepared and published by DeNA Co., Ltd. in Japanese as it contains timely disclosure materials to be submitted to the Tokyo Stock Exchange. This English translation is for your convenience only. To the extent there is any discrepancy between this English translation and the original Japanese version, please refer to the Japanese version.



December 15, 2016

Company name:	DeNA Co., Ltd. (TSE First Section Stock Code: 2432)
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Notice Regarding Establishment of Third-Party Committee

In order to address the issues announced in the disclosure dated December 5, 2016, titled “Notice Regarding Establishment of Third-Party Investigative Committee and Withdrawal of All Articles from Entire Curation Platform Services” (hereafter referred to as “this issue”), DeNA Co., Ltd. (DeNA) has decided, during the board meeting held on December 15, 2016, to establish a Third-Party Committee as follows.

Note: In the disclosure dated December 5, 2016 DeNA referred to this committee as the “Third-Party Investigative Committee,” but the objective, as stated below, is not limited to investigation only. The name has therefore been changed to “Third-Party Committee.”

1. Objective for the Third-Party Committee

Investigate the factual details of this issue and ascertain the cause (not only direct causes, but also general factors such as issues with corporate culture, compliance and organizational structure), as well as propose necessary improvements (hereafter referred to as “this investigation”).

2. Formation of the Third-Party Committee

The committee members have been appointed based on a selection process primarily led by external board members.

Committee Chair:	Katsuya Natori, Attorney-at-law (Former Member of the Board at IBM Japan)
Committee Member:	Motoyoshi Nishikawa, Attorney-at-law (Former Managing Director and Member of the Board at Nippon Steel Corporation)
Committee Member:	Hisamichi Okamura, Attorney-at-law (Visiting Professor at the National Institute of Informatics)
Committee Member:	Mieko Okita, Attorney-at-law (Former prosecutor at the Special Investigation Department, Tokyo District Public Prosecutor’s Office)

Note: The committee members were selected in accordance with the Japan Federation of Bar Associations’ Guidelines for Third-Party Committees Relating to Corporate Scandals (Revised December 17, 2010). None of the members have a conflict of interest or any other factors that could impede the independence of this

committee.

Katsuya Natori is the most appropriate choice to lead the Third-Party Committee given his high level of investigative skill as well as his deep knowledge and insight into compliance and corporate governance in companies, acquired through his vast experience over many years as in-house counsel and as a corporate executive.

Further, all other committee members have been selected for having abilities suited to investigating and analyzing issues with characteristics such as this issue, and also proposing improvements, acquired through their experience and expertise. Background information on all committee members can be found at the end of this release.

In the disclosure dated December 5, 2016, we stated that this committee would include external board members; however, in order to completely ensure the objectivity and independence of this investigation, no external board members will be included in the committee.

3. Investigation Schedule and future plans

The period for this investigation by the Third-Party Committee is initially set to be 3 months. We will fully cooperate with the investigation of the Third-Party Committee.

Once this investigation is completed, a report will be sent to the board of directors and we plan to make this report public as soon as possible.

We are aiming to become a company capable of providing internet services that are trusted by society, and will implement any necessary radical reform based on the committee report, including any measures against executives and employees.

4. Future outlook

Separately from this investigation, we will assess the future policies and plans for the curation platform business. At this moment, the outlook does not differ from what was disclosed on December.

(Reference) Committee Member Background

(In no particular order)

	Name	Background	
Committee Head	Katsuya Natori (Attorney-at-law)	April 1986	Admitted in Japan, Daini Tokyo Bar Association
		June 1990	Davis Wright Tremaine LLP
		July 1993	Wilmer, Cutler & Pickering
		July 1993	Legal Department Attorney, Esso Petroleum Corporation
		January 1995	General Counsel and Director of Public Relations, Apple Computer Japan, Inc.
		January 1997	Director and General Counsel, Sun Microsystems Japan, Inc.
		March 2002	Senior Vice President, General Counsel and General Manager of Store Development and Corporate Social Responsibility, Fast Retailing Co., Ltd.
		January 2004	Member of the Board, Vice President handling Legal, Intellectual Property, and Compliance, IBM Japan, Ltd.
		April 2010	Executive Officer handling Global Process Services, same company as above
		February 2012	Chief, Natori Law Office (present)
		April 2012	Audit and Supervisory Board Member, Olympus (present)

		March 2015 April 2016	External Director, MODEC, INC. (present) Supervisory Director, Global One Real Estate Investment Corp. (present)
Committee Member	Motoyoshi Nishikawa (Attorney-at-law)	April 1968 June 1997 April 2001 June 2003 April 2006 July 2007 June 2009 April 2010 July 2011 December 2011 April 2012 April 2013 June 2016	Joined Yawata Iron and Steel Co. Ltd. (Later Nippon Steel Corporation, presently Nippon Steel & Sumitomo Metal) Member of the Board of Directors, Nippon Steel Corporation Managing Director, same company as above Chief Legal Counsel, same company as above Director, Japan Legal Support Center Legal Counsel, Nippon Steel Corporation Outside Auditor, Nittetsu Elex Co., Ltd. (Presently Nippon Steel & Sumikin TEXENG Co., Ltd) Outside Auditor, NKSJ Holdings, Inc. (Presently Sompo Holdings, Inc) Admitted in Japan, Tokyo Bar Association Special Counsel, Nomura & Partners (present) Member, Management Reform Committee, Olympus Outside Director, Olympus Member, Compliance Committee, Yakult (present) Outside Director, Chugoku Marine Paints, Ltd. (present)
Committee Member	Hisamichi Okamura (Attorney-at-law) (PhD in Informatics)	April 1986 April 1990 April 2001 April 2004 July 2004	Admitted in Japan, Osaka Bar Association Chief, Cyber Law Japan Eichi Law Offices (present) Professor of Law and of the Research Center for Industrial and Legal Information, Kindai University (then Kinki University) Professor, Nara Institute of Science and Technology Professor, Kobe University Law School Visiting Professor, National Institute of Informatics (present)
Committee Member	Mieko Okita (Attorney-at-law)	April 2000 April 2011 April 2013	Appointment as a public prosecutor Special Investigation Department, Tokyo District Public Prosecutor's Office Admitted in Japan, Daiichi Tokyo Bar Association Shimada Hamba & Osajima (present)

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