DENTSU GROUP INC.
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https://www.group.dentsu.com/en/

February 14, 2025

Notice concerning candidates for Directors and Executive Officers of Dentsu Group Inc.

Dentsu Group Inc. (Tokyo: 4324; ISIN: JP3551520004; President & Global CEO: Hiroshi Igarashi; Head Office: Tokyo; Capital: 74,609.81 million yen; hereinafter referred to as "the Company") announced that at the Board of Directors meeting held today, the following candidates for directors were informally nominated to be recommended to the Company's 176th Ordinary General Meeting of Shareholders scheduled to be held on March 28, 2025, and candidates for executive officers to be appointed at the Board of Directors meeting to be held after the Ordinary General Meeting of Shareholders.

By appointing the following directors and executive officers (which is subject to approval at the ordinary general meeting of shareholders), the Company will work to further strengthen its supervisory and execution functions. Going forward, the Company will continue to maximize corporate value for all of its stakeholders, including shareholders, clients, partners, and employees, and will more strongly promote the realization of medium- to long-term value creation for society as a whole.

■ Regarding candidates for directors

As the terms of office of the current 9 directors of the Company will expire at the conclusion of the 176th Ordinary General Meeting of Shareholders, 11 candidates for the position of director will be recommended to the Ordinary General Meeting of Shareholders.

Regarding the composition of the 11 candidates, in addition to further strengthening corporate governance by increasing the composition ratio of independent outside directors (82%), increasing the number of non-executive directors (2 executive, 9 non-executive), and appointing an independent outside director as chairman of the board of directors, the Company also has a balanced composition of the Board of Directors (2 foreign nationals and 3 females).

The company will recommend three candidates for new independent outside directors: Mr. Yoshihiko Kawamura, who has experience in promoting the globalization of Japanese companies from a business and management perspective and leading structural reform as CFO; Mr. Norimitsu Takashima, who has served as Vice-Minister of Justice and Chief Prosecutor of the Nagoya High Public Prosecutors Office; and Ms. Naoko Ichikawa, who has a track record at consulting firms and business companies and has a wide range of global expertise.

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1. Recommended Candidates for Directors (11 directors)

	Name	New Position	Current Position
*	Gan Matsui	Independent Outside Director, Chairman of the Board	Independent Outside Director, Chairperson of the Audit Committee Member of the Nominating Committee
	Hiroshi Igarashi	Director, Representative Executive Officer, President & Global CEO, dentsu Member of the Nominating Committee	Director, Representative Executive Officer, President & Global CEO, dentsu Member of the Nominating Committee
*	Arinobu Soga	Director, Representative Executive Officer, Executive Vice President, Global Chief Governance Officer, dentsu	Director, Representative Executive Officer, Executive Vice President & Global Chief Governance Officer & Global Chief Financial Officer, dentsu
	Paul Candland	Independent Outside Director, Member of the Nominating Committee Member of the Compensation Committee	Independent Outside Director, Member of the Nominating Committee Member of the Compensation Committee
	Andrew House	Independent Outside Director, Chairperson of the Compensation Committee	Independent Outside Director, Chairperson of the Compensation Committee
	Keiichi Sagawa	Independent Outside Director, Chairperson of the Nominating Committee Member of the Audit Committee	Independent Outside Director, Chairperson of the Nominating Committee Member of the Audit Committee
	Mihoko Sogabe	Independent Outside Director, Member of the Audit Committee Member of the Compensation Committee	Independent Outside Director, Member of the Audit Committee Member of the Compensation Committee
*	Yuka Matsuda	Independent Outside Director, Chairperson of the Audit Committee	Independent Outside Director, Member of the Audit Committee

	Name	New Position	Remarks (Current)
**	Yoshihiko Kawamura	Independent Outside Director, Member of the Audit Committee	Associate (Executive Advisor to the President), Hitachi, Ltd. Outside Director, circlace Inc
**	Norimitsu Takashima	Independent Outside Director, Member of the Audit Committee Member of the Nominating Committee	Senior Counsel, T&K Partners
**	Naoko Ichikawa	Independent Outside Director	Outside Director, TSI HOLDINGS CO., LTD. Outside Director, Rakuten Securities Holdings, Inc.

* New roles as director ** New candidates for director roles

Effective February 15, Arinobu Soga will be relieved of his concurrent position as Global CFO but will maintain his roles of Director, Representative Executive Officer, Vice President, and Global Chief Governance Officer. Finance Committee, which is an advisory body to the Board of Directors, will continue into 2025.

<Notes>

The appointment of the Representative Executive Officers, Executive Officers, Chairman of the Board of Directors and members of each committee will be decided at a meeting of the Board of Directors held following the conclusion of the Annual General Meeting of Shareholders planned for March 28, 2025.

2. Retiring Director

The following current director will retire upon the conclusion of the 176th Ordinary General Meeting of Shareholders.

Name	Current Position
Tim Andree	Director, Chairman of the Board

After joining dentsu in 2006, Tim Andree held several important positions both in Japan and overseas, being appointed Dentsu Inc. Executive Officer in 2008 and Member of the Dentsu Inc. Board in 2013. Andree retired from management at the end of FY2021 as Executive Vice President and Representative Director of Dentsu Group Inc. when he transitions to the role of Non-Executive Director and Chairman of the Board. He served on the dentsu Board for 12 years.

The replacement of long-serving directors and the appointment of an independent outside director as Chairman of the Board will lead to the further strengthening of corporate governance.

3. Biography of New Independent Outside Director Candidate Mr. Yoshihiko Kawamura



・Date of birth：August 20, 1956
・Number of Shares held：0（as of February 14, 2025）
・Date of assumption of office：
At the General Meeting of Shareholders (March 28, 2025)
・Biography：

Apr. 1979	Joined Mitsubishi Corporation
Mar. 2000	Joined Mitsubishi International Corporation
Apr. 2010	Senior Vice President and Division COO, IT Service Div., Mitsubishi Corporation
Apr. 2012	Senior Vice President, Senior Assistant to Group CEO (in charge of accounting plans), Business Service Group, Mitsubishi Corporation
Apr. 2015	Board Member, Executive Officer and Executive Strategist, Information & Telecommunication Systems Group, Hitachi, Ltd.
Apr. 2016	Board Member, Deputy General Manager of IoT Business Promotion Division, and General Manager of Incubation Division, Hitachi, Ltd.
Apr. 2017	Vice President and Executive Officer, General Manager of Investment Strategy Division, and General Manager of Future Investment Division, Hitachi, Ltd.
Apr. 2019	Senior Vice President and Executive Officer, CSO, General Manager of Investment Strategy Division, and General Manager of Future Investment Division, Hitachi, Ltd.
Apr. 2020	Representative Executive Officer, Senior Vice President and Executive Officer, CFO, and General Manager of Finance Group, Hitachi, Ltd.
Jun. 2021	Board Director (Audit and Supervisory Committee Member), Hitachi Astemo, Ltd.
Apr. 2022	Representative Executive Officer, Executive Vice President and Executive Officer, CFO, CRMO, General Manager of Finance Group, and General Manager of Investment Management Division, Hitachi, Ltd.
Apr. 2024	Associate (Executive Advisor to the President), Hitachi, Ltd. (current)
Jun. 2024	Outside Director, circlace Inc (current)

Biography of New Independent Outside Director Candidate Mr. Norimitsu Takashima

・Date of birth：October 6, 1961

・Number of Shares held：0（as of February 14, 2025）

・Date of assumption of office：

At the General Meeting of Shareholders (March 28, 2025)



・Biography：

Apr. 1989	Public Prosecutor, Tokyo District Public Prosecutors Office
Jun. 1998	Deputy Director, Planning Division, Financial System Planning Bureau, Ministry of Finance
Mar. 2003	Professor, Legal Training and Research Institute, Supreme Court
Jul. 2009	Public Prosecutor, Tokyo District Public Prosecutors Office (Deputy Director, Trial Division)
Jan. 2014	Public Prosecutor, Tokyo District Public Prosecutors Office (Director, Trial Division)
Apr. 2015	Deputy Director-General, Minister’s Secretariat, Ministry of Justice
Jul. 2017	Chief Prosecutor, Matsuyama District Public Prosecutors Office
Jul. 2018	Public Prosecutor, Supreme Public Prosecutors Office
Sep.2018	Director-General, Human Rights Bureau, Ministry of Justice
Apr. 2019	Deputy Director-General, Immigration Services Agency
Dec.2020	Deputy Vice-Minister of Justice
Sep.2021	Vice-Minister of Justice
Jan. 2023	Superintending Prosecutor, Nagoya High Public Prosecutors Office
Oct. 2024	Senior Counsel, T&K Partners (current)

Biography of New Independent Outside Director Candidate Ms. Naoko Ichikawa



・Date of birth：February 5, 1958
・Number of Shares held：0（as of February 14, 2025）
・Date of assumption of office：
At the General Meeting of Shareholders (March 28, 2025)
・Biography：

Sep. 1981 Joined KORG INC.
Sep. 1989 Booz, Allen & Hamilton (Japan), Inc. (currently PwC Consulting LLC)
Jan. 1999 GE Capital Edison Life Insurance Company (currently The Gibraltar Life Insurance Co., Ltd.)
Dec. 2004 GE Capital Leasing Corporation (currently GE Japan Inc.)
Apr. 2009 Novartis Pharma K.K.
Jul. 2012 Managing Director, Innovation Network Corporation of Japan (INCJ) (currently Japan Investment Corporation (JIC))
Jul. 2017 Executive Officer and Chief Marketing Officer, Mitsubishi Chemical Holdings Corporation (currently Mitsubishi Chemical Group Corporation)
May. 2021 Outside Director, TSI HOLDINGS CO., LTD. (current)
Apr. 2023 Outside Director, Rakuten Securities Holdings, Inc. (current)

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4. Skills Matrix of Candidates for Directors

氏名 Name	スキル Skill														参考 Reference					
	経営 Business Management		財務／会計 Finance /Accounting		監査 Audit		法務／コンプライアンス Legal /Compliance		人事労務 Human Resource		グローバルマネジメント Global Management		デジタルビジネス Digital Business		サステナビリティ Sustainability		女性 Female		外国籍 Non-Japanese		社外取締役経験 Experience of Outside Director	
松井 巖 Gan Matsui					○		○		○												○	
五十嵐 博 Hiroshi Igarashi	○						○		○		○		○		○							
曽我 有信 Arinobu Soga	○		○		○		○				○				○							
ポール・キャンドランド Paul Candland	○								○		○		○						○		○	
アンドリュー・ハウス Andrew House	○										○		○						○		○	
佐川 恵一 Keiichi Sagawa	○		○		○		○				○		○								○	
曽我辺 美保子 Mihoko Sogabe			○		○		○								○		○				○	
松田 結花 Yuka Matsuda			○		○		○										○				○	
河村 芳彦 Yoshihiko Kawamura	○		○		○		○				○										○	
高嶋 智光 Norimitsu Takashima			○		○		○		○													
市川 奈緒子 Naoko Ichikawa	○										○		○		○		○				○	

■ **Regarding candidates for Executive Officers**

The company will recommend five candidates as executive officer candidates to the 176th Ordinary General Meeting of Shareholders scheduled to be held on March 28, 2025, subject to approval at the 176th Ordinary General Meeting of Shareholders. The five candidates are as follows.

	Name	New Position	Current Position
	Hiroshi Igarashi	Director, Representative Executive Officer, President & Global CEO, dentsu Member of the Nominating Committee	Director, Representative Executive Officer, President & Global CEO, dentsu Member of the Nominating Committee
	Arinobu Soga	Director, Representative Executive Officer, Executive Vice President, Global Chief Governance Officer, dentsu	Director, Representative Executive Officer, Executive Vice President & Global Chief Governance Officer, & Global Chief Financial Officer, dentsu

*	Giulio Malegori	Executive Officer, Executive Vice President, Global Chief Operating Officer & Chief Global Client Officer, dentsu & Chairman & Acting CEO, dentsu Americas	Executive Vice President, Global Chief Operating Officer & Chief Global Client Officer, dentsu & Chairman & Acting CEO, dentsu Americas
*	Takeshi Sano	Executive Officer, CEO, dentsu Japan & Deputy Global Chief Operating Officer, dentsu	CEO, dentsu Japan & Deputy Global Chief Operating Officer, dentsu
*	Shigeki Endo	Executive Officer, Global CFO, dentsu	Global CFO Designate, dentsu

* New roles as director

Effective February 15, Arinobu Soga will be relieved of his concurrent position as Global CFO but will maintain his roles of Director, Representative Executive Officer, Vice President, and Global Chief Governance Officer. Shigeki Endo will assume the position of Global CFO on the same day.

Click here for other releases announced on February 14th.
https://www.group.dentsu.com/en/news/

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