

Please note that the following is an English translation of the original Japanese version of the Notice of the 51st 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 event of any discrepancy between this translation and the Japanese original, the original shall prevail.

Securities Code: 4812
March 2, 2026

To Our Shareholders

Hirohisa Iwamoto,
President and Representative Director
2-17-1, Konan, Minato-ku, Tokyo, Japan
DENTSU SOKEN INC.

NOTICE OF THE 51ST ANNUAL GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce the 51st Annual General Meeting of Shareholders of DENTSU SOKEN INC. (the “Company”) to be held as described below.

In convening this General Meeting of Shareholders, the Company has taken measures to electronically provide the contents of the Reference Documents (matters to be provided electronically) for the General Meeting of Shareholders, and has posted them on each of the following websites. Please visit any of these websites to confirm the information.

[The Company’s website]

<https://www.dentsusoken.com/ir/stocks/meeting.html> (in Japanese)

[General Meeting of Shareholders Materials Website]

<https://d.sokai.jp/4812/teiji/> (in Japanese)

[Tokyo Stock Exchange Website (TSE Listed Company Search)]

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

(Access the above TSE website, enter or search for “DENTSU SOKEN” in “Issue Name (Company Name)” or the Company’s securities code “4812” under “Code,” select “Basic Information” and “Documents for Public Inspection/PR Information” in that order, and check the “Notice of General Meeting of Shareholders/Materials for General Meeting of Shareholders” in the “Documents for Public Inspection” section. (in Japanese only))

If you cannot attend the meeting in person, you can exercise your voting rights in writing or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights in accordance with the instructions below by 5:30 p.m. on Thursday, March 19, 2026 (JST).

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

1. Date and Time:	Monday, March 23, 2026, at 10:00 a.m. (Doors open at 9:00 a.m.) (JST)
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:	Matters to be reported: 1. Business Report, Consolidated Financial Statements and Audit Reports on the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee for the 51st Fiscal Term (From January 1, 2025 to December 31, 2025) 2. Non-consolidated Financial Statements for the 51st Fiscal Term (From January 1, 2025 to December 31, 2025) Matters to be resolved: - Proposal 1: Appropriation of Surplus - Proposal 2: Election of Eight Directors Who Are Not Audit & Supervisory Committee Members - Proposal 3: Election of One Director Who Is an Audit & Supervisory Committee Member - Proposal 4: Election of One Substitute Director Who Is an Audit & Supervisory Committee Member
4. Matters to Be Decided at the Time of Convocation:	(1) If you exercise your voting rights in writing and do not indicate your approval or disapproval of a proposal, it will be assumed that you have indicated your approval of the proposal. (2) If you exercise your voting rights more than once via the Internet, only the last vote shall be treated as valid. (3) If you exercise your voting rights both in writing and via the Internet, only the vote exercised via the Internet will be treated as valid.

- The materials for the General Meeting of Shareholders (Reference Documents for the General Meeting of Shareholders, Business Report, Consolidated Financial Statements, Non-Consolidated Financial Statements, and Audit Report) are provided on the above websites in accordance with the electronic provision system under the Companies Act. Please access any of the above websites to confirm the information. In addition, a summary version of the Reference Documents for the General Meeting of Shareholders and the Business Report, etc., which are excerpts from the documents, is being sent to all shareholders with voting rights so that they can confirm the main points of the materials.
- Shareholders who have made a request for delivery of the document will also receive a document stating the matters to be provided electronically, but such document will exclude the following matters in accordance with laws and regulations and the Company's Articles of Incorporation.
 - “2. (6) Systems to Secure the Properness 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

Accordingly, the Business Report, the Consolidated Financial Statements, and the Non-consolidated Financial Statements included in this document are part of the subject documents audited by the Audit & Supervisory Committee in preparing their audit report and by the Accounting Auditor in preparing the Audit Report.
- In the event of any modifications to the electronic provision measures, a notice will be posted on each of the above websites, along with the information before and after the modifications.

■ Notice

- Based on the system to provide reference documents, etc., for the General Meeting of Shareholders (Notice of Shareholders Meeting) in electronic format stipulated in the Companies Act, those reference documents are provided in writing to shareholders who complete procedures to request those documents by the Shareholder Meeting reference date.

We request that you confirm the information provided in reference documents, etc., for the General Meeting of Shareholders, as they are provided online via the following website.

[The Company's website]

<https://www.dentsusoken.com/ir/stocks/meeting.html> (in Japanese)

[General Meeting of Shareholders Materials Website]

<https://d.sokai.jp/4812/teiji/> (in Japanese)

[Tokyo Stock Exchange Website (TSE Listed Company Search)]

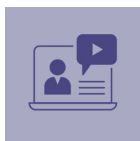
<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

Shareholders who wish to receive the next notice of General Meeting of Shareholders in writing are requested to contact the securities company or shareholder registry administrator where they have opened a securities account and follow the procedures for requesting the delivery of written documents as stipulated in the Companies Act.

- If you need assistance with your wheelchair or need directions to seats or restrooms, please do not hesitate to ask our staff on the day of your attendance. Persons accompanying shareholders with disabilities, guide dogs, hearing dogs, and service dogs are allowed to enter, so please let us know at the reception.
- Please note that no gift will be provided for attendees at the meeting. We greatly appreciate your understanding.
- Please note that the Notice of Resolutions of the General Meeting of Shareholders will be posted on the Company's website aforementioned instead of being sent in writing.

Guidance on Live Streaming

The Company will stream the meeting live. For details, please refer to “Regarding Live Streaming for General Meeting of Shareholders” notice enclosed with this Notice of Convocation.



Live streaming for this General Meeting of Shareholders

Date and Streaming Schedule Monday, March 23, 2026, from 10:00 a.m. (JST) to the conclusion of the meeting.

Guidance on Exercising Voting Rights Prior to the Meeting

Please review 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 Voting Rights Exercise Form enclosed with this Notice of Convocation and post it to us without a postage stamp.

Exercise Due Date To be received no later than 5:30 p.m. on Thursday, March 19, 2026 (JST).



Exercising voting rights via the Internet

Please enter your approval or disapproval following the instructions below.

Exercise Due Date No later than 5:30 p.m. on Thursday, March 19, 2026 (JST).

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/>

(in Japanese)

- (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 Thursday, March 19, 2026 (JST). 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 50% for the fiscal year ending December 31, 2027.

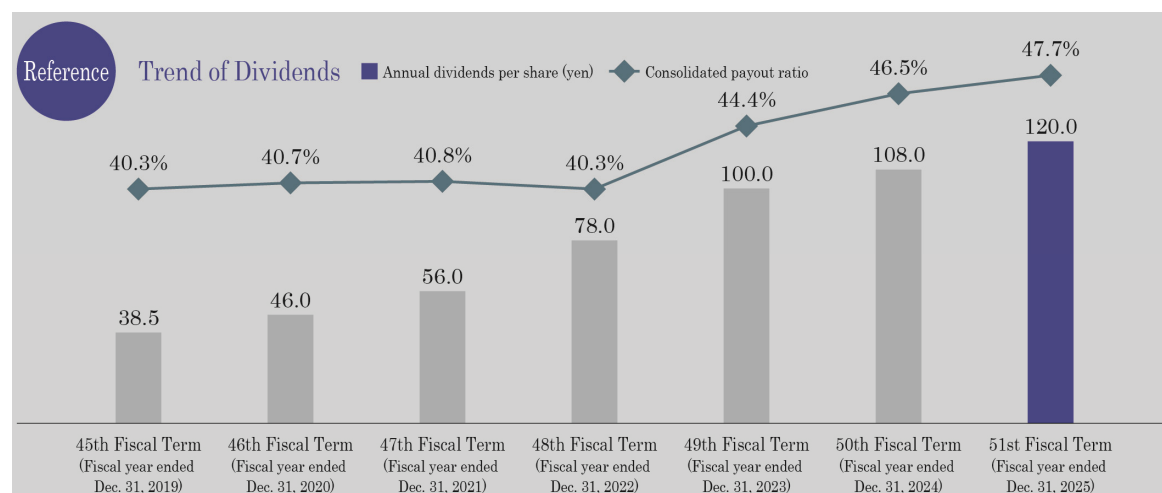
Based on this policy, we propose a dividend of 62 yen per share.

Moreover, combined with an interim dividend of 58 yen per share already paid out, the annual dividends shall amount to 120 yen per share, an increase of 12 yen from the dividend of the previous fiscal year, and the consolidated payout ratio shall be 47.7%.*

Year-end dividends

- (1) Type of dividend property
Cash
- (2) Allocation of dividend property and total amount of allocation
62 yen per share of the Company
Total amount 4,040,179,842 yen
- (3) Effective date of dividends of surplus
March 24, 2026

* Calculated by dividing the total amount of dividends, including dividends to the BIP Trust for Directors' Remuneration, by profit attributable to owners of parent.



Note:

The Company performed a three-for-one share split on its common stock with the effective date of January 1, 2026. The year-end dividends for the fiscal year under review with a record date of December 31, 2025, are based on the number of shares prior to the share split.

Proposal 2:**Election of Eight Directors Who Are Not Audit & Supervisory Committee Members**

The terms of office of all six Directors who are not Audit & Supervisory Committee Members of the Company will expire at the conclusion of this meeting.

Therefore, the Company proposes the election of eight Directors who are not Audit & Supervisory Committee Members, increasing the number by two to strengthen its management structure.

The candidates for Directors who are not Audit & Supervisory Committee Members are as follows:

All four nominees for Outside Director satisfy the requirements for independent Directors as stipulated by the Tokyo Stock Exchange on which the Company is listed and the Company's "Requirements for Independence as Outside Director/Outside Audit & Supervisory Board Member," and will become independent Directors if the appointment of each of them is approved.

Candidate No.	Candidate name		Gender (Age)	Current position and responsibility in the Company	Tenure as Director	Attendance at Meetings of the Board of Directors
1	Hirohisa Iwamoto	Reelection	Male (54)	President and Representative Director CEO & COO	2 years	12/12 (100%)
2	Shinichi Ogane	Reelection	Male (60)	Director Senior Management Director Corporate Supervisor	3 years	12/12 (100%)
3	Makoto Senoo	New election	Male (57)	Managing Executive Officer Business Supervisor	—	—
4	Mio Takaoka	Reelection Outside Independent	Female (46)	Director	4 years	12/12 (100%)
5	Tomoko Wada	Reelection Outside Independent	Female (58)	Director	3 years	12/12 (100%)
6	Reiko Yasue	Reelection Outside Independent	Female (58)	Director	1 year	9/9 (100%)
7	Shinji Shimojo	New election Outside Independent	Male (67)	—	—	—
8	Akira Yoshida	New election Non-executive	Male (54)	—	—	—

Notes:

1. "Outside" indicates candidates for Outside Director, and "Independent" indicates candidates for independent Directors.

2. Because Ms. Reiko Yasue was newly elected at the 50th General Meeting of Shareholders held last year (held on March 24, 2025), the number of times that she attended Meetings of the Board of Directors is different.

Candidate
No.

1 Hirohisa Iwamoto

Date of Birth
July 13, 1971 (54)

Reelection



Number of the Company's Shares
Owned

13,080 shares

Tenure as Director

2 years

Status of Attendance to Meetings of
the Board of Directors

12/12 (100%)

Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions Outside the Company)

Apr. 1995 Joined DENTSU SOKEN INC.
Jan. 2018 Executive Officer of DENTSU SOKEN INC.
Jan. 2019 Senior Executive Officer, General Manager of
Manufacturing Industry Business Operations of DENTSU
SOKEN INC.
Jan. 2020 Assistant to the Head of Manufacturing Solutions Segment,
General Manager of Manufacturing Industry Business
Operations of DENTSU SOKEN INC.
Jan. 2021 Managing Executive Officer, Head of Manufacturing
Solutions Segment, General Manager of Manufacturing
Industry Business Operations of DENTSU SOKEN INC.
Jan. 2022 Head of Manufacturing Solutions Segment and
Communication IT Segment
Executive Officer of Dentsu Japan Network (currently
dentsu Japan)
Jan. 2023 Senior Managing Director, Business Supervisor of DENTSU
SOKEN INC.
Jan. 2024 DX President of dentsu Japan
Mar. 2024 President and Representative Director, CEO & COO of
DENTSU SOKEN INC. <current position>

Reasons for Nomination as a Candidate for Director Who Is Not an Audit & Supervisory Committee Member

Since joining DENTSU SOKEN INC., he has mainly been involved in sales operations and responsible for manufacturing industry business operations, served as head of the Manufacturing Solution Segment and Communication IT Segment in 2022, and supervised overall DENTSU SOKEN Group business activities as the Business Supervisor since January 2023. As such, he has a wealth of operational experience and management experience. In addition to being responsible for DX delivery as an executive officer of Dentsu Japan Network (currently dentsu Japan) that supervises and supports the Japan businesses of the parent company Dentsu Group Inc. since January 2022, he has been responsible for the DX domain as the DX President of dentsu Japan since January 2024, and possesses in-depth insight and abundant experience. Furthermore, from March 2024, as the Representative Director and President, Chief Executive Officer and Chief Operating Officer, he has served as the Chairman of the Board of Directors and has been instrumental in the growth of the DENTSU SOKEN Group under his strong leadership. It has been deemed that he can continue to fulfill his role appropriately in overseeing the overall management of the DENTSU SOKEN Group. Therefore, he has been nominated as a candidate for Director who is not an Audit & Supervisory Committee Member.

Candidate
No.

2 Shinichi Ogane

Date of Birth
December 25, 1965 (60)

Reelection



Number of the Company's Shares
Owned

20,700 shares

Tenure as Director

3 years

Status of Attendance to Meetings of
the Board of Directors

12/12 (100%)

Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions Outside the Company)

Apr. 1988 Joined Diamond Computer Service Co Ltd (currently
Mitsubishi Research Institute DCS Co.,Ltd.)

Jun. 1992 Joined DENTSU SOKEN INC.

Apr. 2010 Executive Officer of DENTSU SOKEN INC.

Jan. 2019 Senior Executive Officer, Assistant to Head of
Communication IT Segment of DENTSU SOKEN INC.

Jan. 2020 Managing Executive Officer, Head of Communication IT
Business Segment of DENTSU SOKEN INC.

Jan. 2021 Senior Managing Director of DENTSU SOKEN INC.
<current position>
Head of Communication IT Segment, head of X (Cross)
Innovation Center of DENTSU SOKEN INC.
(Since then, in addition to the above responsibilities, he has
held the positions of Head of Business Solutions Segment,
Business Manager, and Assistant to the Corporate Planning
Division.)

Jan. 2023 Corporate Supervisor of DENTSU SOKEN INC. <current
position>

Mar. 2023 Director of DENTSU SOKEN INC. <current position>

Reasons for Nomination as a Candidate for Director Who Is Not an Audit & Supervisory Committee Member

Since joining the Company, he has been mainly involved in systems development and other technology-related work. He has extensive work experience, including serving as the Head of Communication IT Segment and promoting collaboration within the Dentsu Group. In addition, he is currently serving as Corporate Supervisor and head of the in-house program to achieve the long-term management vision that summarizes the vision for the company in 2030. Therefore, based on his in-depth insight and abundant experience gained thus far, he continues to be deemed capable of contributing to enhancing the corporate value of the Company, and has been nominated as a candidate for Director who is not an Audit & Supervisory Committee Member.

Candidate
No.

3 Makoto Senoo

Date of Birth
March 19, 1969 (57)

New election



Number of the Company's Shares
Owned

10,674 shares

Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions Outside the Company)

Apr. 1992	Joined DENTSU SOKEN INC.
Apr. 2010	General Manager of EI Consulting Department, Engineering Solutions Business Operations of DENTSU SOKEN INC.
Oct. 2012	Transferred to ITID Consulting, Ltd. (changed its trade name to ITID, Ltd. in January 2020)
Jun. 2015	Director of ITID Consulting, Ltd.
Jan. 2017	Seconded to DENTSU SOKEN INC. Assistant to the Head of Leading Edge Technology Development Office of DENTSU SOKEN INC.
Jan. 2019	Assistant to the Head of Manufacturing Technology Divisions, Manufacturing Industry Business Operations of DENTSU SOKEN INC.
Jan. 2020	President and Representative Director of ITID, Ltd. (merged through an absorption-type merger by the Company in January 2024)
Jan. 2022	Transferred to DENTSU SOKEN INC. Executive Officer, General Manager of Manufacturing Industry Business Operations of DENTSU SOKEN INC.
Jan. 2023	Senior Executive Officer, General Manager of Manufacturing Industry Business Operations of DENTSU SOKEN INC.
Jan. 2024	Managing Executive Officer, Assistant to Business Supervisor, Head of Project Creation Office of DENTSU SOKEN INC.
Mar. 2024	Managing Executive Officer, Business Supervisor, Head of Project Creation Office of DENTSU SOKEN INC.
Apr. 2024	DX President of dentsu Japan <current position>
Jan. 2025	Managing Executive Officer, Business Supervisor of DENTSU SOKEN INC. <current position>

Reasons for Nomination as a Candidate for Director Who Is Not an Audit & Supervisory Committee Member

Since joining DENTSU SOKEN INC., he has consistently been involved in technology-related operations and consulting services for the manufacturing industry. He was appointed President and Representative Director of ITID, Ltd., a subsidiary mainly engaged in consulting for the manufacturing industry, in January 2020. He was also appointed General Manager of Manufacturing Industry Business Operations in January 2022. He has a wealth of operational experience and management experience, including supervising overall DENTSU SOKEN Group business activities as the Business Supervisor since March 2024. Since April 2024, he has been responsible for the DX domain as the DX President of dentsu Japan that supervises and supports the Japan businesses of the parent company Dentsu Group Inc. 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 candidate for Director who is not an Audit & Supervisory Committee Member.

Candidate
No.

4 Mio Takaoka

Date of Birth
May 3, 1979 (46)

Reelection

Outside

Independent



Number of the Company's Shares
Owned

0 shares

Tenure as Director

4 years

Status of Attendance to Meetings of
the Board of Directors

12/12 (100%)

Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions Outside the Company)

Jul. 1999	Joined Goldman Sachs Japan Co., Ltd.
Jul. 2002	Joined Morgan Stanley Japan Securities Co., Ltd. (currently Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.)
Apr. 2006	Joined Lehman Brothers Japan Inc.
Jan. 2009	Joined Monex Group, Inc.
Jan. 2014	Executive Officer, General Manager of New Business Planning Dept.
Apr. 2014	Director of Monex Ventures, Inc.
Sep. 2017	Joined MedicalNote, Inc. Partner at Arbor Ventures
Mar. 2018	Director and CFO of MedicalNote, Inc.
Dec. 2020	Outside Director of SEPTENI HOLDINGS CO., LTD. <current position>
Mar. 2021	Outside Director of KAYAC Inc. (Audit & Supervisory Committee Member)
Apr. 2021	Partner at DNX Ventures
Dec. 2021	Outside Director of HENNGE K.K. <current position>
Mar. 2022	Outside Director of DENTSU SOKEN INC. <current position>
Jan. 2025	Venture Partner at DNX Ventures <current position>

Reasons for Nomination as a Candidate for Outside Director Who Is Not an Audit & Supervisory Committee Member and Expected Roles

She has been involved mainly in M&A and strategic investment at financial institutions, and has strong insight and extensive practical experience in financial and capital policy. Furthermore, as the director in charge of administration at other operating companies, she has contributed to financial results and enhanced corporate value. Also, she has experience in performing the role of Outside Officer at other listed companies. She has also served as chairperson of the Nomination and Remuneration Committee since March 2025. Therefore, as it has been deemed that she can continue to offer useful advice to the management of DENTSU SOKEN INC. and exercise an oversight function of business execution from an independent standpoint, she has been nominated as a candidate for Outside Director who is not an Audit & Supervisory Committee Member.

Candidate
No.

5 Tomoko Wada

Date of Birth
March 21, 1968 (58)

Reelection

Outside

Independent



Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions Outside the Company)

Apr. 1990 Joined The Long-Term Credit Bank of Japan, Limited
Aug. 1999 Joined Arthur Andersen (Tax Division) New York Office
Jun. 2002 Joined KPMG Peat Marwick Tokyo Office (currently KPMG
Tax Corporation)
Oct. 2005 Partner KPMG Tax Corporation
Mar. 2023 Outside Director of DENTSU SOKEN <current position>

Reasons for Nomination as a Candidate for Outside Director Who Is Not an Audit & Supervisory Committee Member and Expected Roles

She has extensive practical experience in finance, having been involved in corporate finance and international operations at financial institutions in Japan. Subsequently, she became involved in the field of international taxation and was appointed as a partner of a tax corporation in 2005, and has a high level of knowledge and a wealth of practical experience in taxation matters. Therefore, as it has been deemed that she can continue to offer useful advice to the management of DENTSU SOKEN INC. and exercise an oversight function of business execution from an independent standpoint, she has been nominated as a candidate for Outside Director who is not an Audit & Supervisory Committee Member.

Number of the Company's Shares
Owned

0 shares

Tenure as Director

3 years

Status of Attendance to Meetings of
the Board of Directors

12/12 (100%)

Candidate
No.

6 Reiko Yasue

Date of Birth
January 26, 1968 (58)

Reelection

Outside

Independent



Number of the Company's Shares
Owned

0 shares

Tenure as Director

1 year

Status of Attendance to Meetings of
the Board of Directors

9/9 (100%)

Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions Outside the Company)

Apr. 1991	Joined Nagoya Research Institute, Panasonic Information Systems Co., Ltd. (currently Panasonic Advanced Technology Development Co., Ltd.)
Dec. 1999	Joined Motorola, Inc.
Jun. 2004	Joined SevenNetworks, Inc.
Sep. 2005	Joined Qualcomm Inc.
Jul. 2009	Joined FUJISOFT Inc.
Apr. 2015	Managing Executive Officer of FUJISOFT Inc.
Jan. 2018	Joined Cybernet Systems Co., Ltd. as Executive Vice President
Mar. 2018	Representative Director, Executive Vice President of Cybernet Systems Co., Ltd.
Mar. 2019	Representative Director, President and Executive Officer of Cybernet Systems Co., Ltd.
Jun. 2020	Board Director (external) of TOMY Company, Ltd. <current position>
Mar. 2021	External Director of Lion Corporation <current position>
Mar. 2024	Advisor of JSR Corporation
Jun. 2024	Senior Officer in charge of Global Human Resources (CHRO), Diversity Promotion of JSR Corporation <current position>
Mar. 2025	Outside Director of DENTSU SOKEN INC. <current position>

Reasons for Nomination as a Candidate for Outside Director Who Is Not an Audit & Supervisory Committee Member and Expected Roles

In addition to her management experience as President and Representative Director of a domestic IT company, she has extensive knowledge and experience in international business and as an outside director of other companies. Therefore, as it has been deemed that she can continue to offer useful advice to the management of DENTSU SOKEN INC. and exercise an oversight function of business execution from an independent standpoint, she has been nominated as a candidate for Outside Director who is not an Audit & Supervisory Committee Member.

Candidate
No.

7 Shinji Shimojo

Date of Birth
April 7, 1958 (67)

New election

Outside

Independent



Number of the Company's Shares
Owned

0 shares

Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions Outside the Company)

Apr. 1987	Research Assistant, Lecturer, Assistant Professor at the Osaka University
Feb. 1997	Visiting Researcher at University of California, Irvine
Apr. 1998	Professor at Large-Scale Computer Center (currently Cybermedia Center), the Osaka University
Apr. 2008	Director, Senior Researcher of Otemachi Network Research Center, National Institute of Information and Communications Technology
Apr. 2011	Advisor of Otemachi Network Research Center, National Institute of Information and Communications Technology <current position>
Aug. 2015	Director of Cybermedia Center, the Osaka University
May 2019	Osaka Prefecture Special Advisor <current position> Special Advisor to the City of Osaka <current position>
Apr. 2023	Professor of Faculty of Software and Information Technology at Aomori University <current position>
Jun. 2024	President of Global Environment Centre Foundation <current position>

Reasons for Nomination as a Candidate for Outside Director Who Is Not an Audit & Supervisory Committee Member and Expected Roles

He has worked as an expert in IT fields such as academic information networks and cyber infrastructure at universities and research institutions, and has a strong track record in education and research. He has strong insight and extensive experience in regional and governmental IT collaboration and social implementation, including participation in local government smart city projects. Based on these experiences, as it has been deemed that he can offer useful advice to the management of DENTSU SOKEN INC. and exercise an oversight function of business execution from an independent standpoint, he has been nominated as a candidate for Outside Director who is not an Audit & Supervisory Committee Member.

Candidate
No.

8 Akira Yoshida

Date of Birth
November 6, 1971 (54)

New election

Non-executive



Number of the Company's Shares
Owned

0 shares

Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions Outside the Company)

Apr. 1994	Joined DENTSU INC.
Jan. 2014	Senior Manager of 16th Sales Division of DENTSU INC.
Aug. 2018	Assistant to Director of 5th Business Produce Division of DENTSU INC.
Jan. 2022	Managing Director of 16th Business Produce Division of DENTSU INC.
Jan. 2024	Executive Officer (Business Produce) of DENTSU INC Director of Tokyo Advertising Association <current position>
Jan. 2026	BX President of dentsu Japan <current position> Managing Executive Officer (BX) of DENTSU INC. <current position> Director of IGNITION POINT Inc. <current position> Director of Dentsu Consulting Inc. <current position>

Reasons for Nomination as a Candidate for Director Who Is Not an Audit & Supervisory Committee Member

Since joining DENTSU INC. in 1994, he has been mainly involved in sales operations at the Sales Division of DENTSU INC. Since January 2024, he has served as an executive officer of said company. Furthermore, he currently serves as BX President of dentsu Japan that is responsible for overseeing and supporting the Japan businesses of the parent company Dentsu Group Inc. and as Managing Executive Officer responsible for BX of DENTSU INC., giving him a wealth of operational and management experience. As it has been deemed that he can offer useful advice to the management of DENTSU SOKEN INC. and contribute to the promotion of further cooperation with the Dentsu Group, he has been nominated as a candidate for Director who is not an Audit & Supervisory Committee Member.

Notes:

1. The age and tenure as Director of each candidate are current as of the end of this General Meeting of Shareholders.
2. There is no special interest between any of the candidates and the Company.
3. The number of shares of the Company held by each candidate reflects the number of shares as of December 31, 2025, prior to the share split performed on January 1, 2026.
4. The Business Supervisor is responsible for overseeing matters concerning the overall business activities of the Company and the rest of its group companies.
5. The Corporate Supervisor is responsible for overseeing matters concerning the corporate departments of the Company and the rest of its group companies.
6. Mr. Shinji Shimojo has no experience being involved in corporate management, but due to the reasons provided in the “Reasons for Nomination as a Candidate for Outside Director Who Is Not an Audit & Supervisory Committee Member and Expected Roles,” he has been deemed capable of appropriately executing his duties as an Outside Director.
7. Mr. Akira Yoshida’s “Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions Outside the Company)” includes both his current positions and responsibilities and those over the past 10 years as the person who executes the business at both DENTSU SOKEN INC.’s parent company, Dentsu Group Inc. and its subsidiaries.
8. dentsu Japan oversees and supports the Japan businesses of the Dentsu Group Inc. in addition to representing the Japanese business brand.
9. The Company has entered into a limited liability agreement with Ms. Mio Takaoka, Ms. Tomoko Wada, and Ms. Reiko Yasue 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. Moreover, if Mr. Shinji Shimojo and Mr. Akira Yoshida are elected, the Company plans to enter into a similar agreement.
10. The Company has entered into a Directors and officers liability insurance policy whose content is summarized below with the Company’s Directors as the insureds. If each of the candidates are elected as Directors who are not Audit & Supervisory Committee Members, they will be included as insureds in the insurance policy. The policy is scheduled to be renewed in April 2026.

[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.

■ Opinion of the Audit & Supervisory Committee

The Nomination and Remuneration Committee examines whether the selection, remuneration, etc. of Directors who are not Audit & Supervisory Committee Members are in line with the procedures and standards stipulated in the Company’s Corporate Governance Policy, and one Independent Outside Director who is an Audit & Supervisory Committee Member participates in the examination as a Nomination and Remuneration Committee Member. At that time, deliberation material and meeting minutes were shared among all Audit & Supervisory Committee Members, who deliberated on whether there are any points that should be noted regarding the policy and process for selecting candidates, thoughts on the remuneration process, and actual method for calculating remuneration.

As a result, the Audit & Supervisory Committee reached the conclusion that there are no particularly noteworthy points regarding the selection, remuneration, etc., of Directors who are not Audit & Supervisory Committee Members that should be noted at the General Meeting of Shareholders based on the Companies Act.

Proposal 3:

Election of One Director Who Is an Audit & Supervisory Committee Member

Director who is an Audit & Supervisory Committee Member Mr. Atsuhiko Sekiguchi will retire upon his resignation at the conclusion of this meeting. In that regard, the Company proposes to elect one Director who is an Audit & Supervisory Committee Member to fill the vacancy. The term of office shall be until the expiration of the predecessor's term (at the conclusion of the Annual General Meeting of Shareholders for the fiscal year ending December 31, 2026), in accordance with the provisions of the Company's Articles of Incorporation. The consent of the Audit & Supervisory Committee has been obtained for this proposal.

The candidate for Director who is an Audit & Supervisory Committee Member is as follows:

Masato Ono

Date of Birth
May 28, 1966 (59)

New election

Outside



Number of the Company's Shares
Owned

0 shares

Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions Outside the Company)

Apr. 1990	Joined Hakuhodo Incorporated
Feb. 1998	Joined DENTSU INC.
Dec. 2006	Seconded to Dentsu Consultants Indonesia (CEO of Dentsu Media Indonesia)
Apr. 2008	Specialized General Manager of Global Business Management Division of DENTSU INC.
Apr. 2013	General Manager of Global Business Management Division of DENTSU INC.
Jul. 2014	Specialized Deputy Director of Dentsu Aegis Network Business Bureau of DENTSU INC.
Jul. 2015	Assistant Director of Dentsu Aegis Network Business Bureau of DENTSU INC.
Jan. 2016	Executive Vice President of Dentsu Aegis Network Indonesia
Jan. 2020	General Manager of Account Lead Department 2, Business Produce Division 2 of DENTSU INC.
Jan. 2022	General Manager of Account Lead Department 1, Business Produce Division 2 of DENTSU INC.
Jan. 2023	Director of Business Produce Division 2 of DENTSU INC.
Jan. 2026	Executive Business Producer of Business Produce Division 2 of DENTSU INC. <current position>

Reasons for Nomination as a Candidate for an Outside Director Who Is an Audit & Supervisory Committee Member and Expected Roles

Since joining DENTSU INC. in 1998, he has mainly been involved in business production and planning work and served as CEO and other positions at the Dentsu Group's Indonesian subsidiary. He has a wealth of operational experience and broad knowledge, including serving as the head of an organization supporting clients in solving business challenges and creating new ventures since January 2023. Based on these experiences, it has been deemed that he can offer useful advice to the management of DENTSU SOKEN INC. and appropriately fulfill his roles such as overseeing the execution of duties by Directors. Therefore, he has been nominated as a candidate for Outside Director who is an Audit & Supervisory Committee Member.

Note:

"Outside" indicates candidate for Outside Director.

Notes:

1. Mr. Masato Ono's age is current as of the end of this General Meeting of Shareholders.
2. There is no special interest between Mr. Masato Ono and the Company.
3. Mr. Masato Ono is scheduled to retire from DENTSU INC. on March 22, 2026.
4. Mr. Masato Ono's "Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions Outside the Company)" includes both his current positions and responsibilities and those over the past 10 years as the person who executes the business at both DENTSU SOKEN INC.'s parent company, Dentsu Group Inc. and its subsidiaries.
5. In the event that Mr. Masato Ono is elected, 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.
6. The Company has entered into a Directors and officers liability insurance policy whose content is summarized below with the Company's Directors as the insureds. If Mr. Masato Ono is elected as Director who is an Audit & Supervisory Committee Member, he will be included as an insured in the insurance policy. The policy is scheduled to be renewed in April 2026.

[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.

- **Nomination Criteria for Executive Director Candidates**

- (1) Ability to make decisions from the standpoint of ensuring the DENTSU SOKEN Group's sustainable growth and maximization of medium- to long-term corporate value.
- (2) Possessing expertise related to the DENTSU SOKEN Group's operations
- (3) Superior imagination, decision-making ability, and leadership
- (4) Possessing the dignity, character, insight, popularity, and morality appropriate for a Director

- **Nomination Criteria for Outside Director Candidates**

- (1) Possessing abundant experience and specialized knowledge in fields including management, law, finance and accounting, information technology, corporate governance, and risk management
- (2) Expert ability to understand management issues and risk, and to perform monitoring
- (3) Ability to proactively provide a personal opinion from a neutral standpoint
- (4) Possessing the dignity, character, insight, popularity, and morality appropriate for a Director
- (5) Ability to maintain independence from the Company's Chief Executive Officer (CEO), etc.

- **Requirements for Independence as Outside Director/Outside Audit & Supervisory Board Member**

The Company will deem that Outside Directors (including candidates) possess independence if they meet the requirements for independent Director as provided for by the Tokyo Stock Exchange and if they do not correspond to items (1) to (3) below.

- (1) Being a major shareholder (holding 10% or more of voting rights either directly or indirectly) or person who executes operations at the Company
- (2) Being the person who executes operations at a transaction partner* that exceeds the standards set by the Company
- (3) Being a consultant, accounting specialist, or legal specialist that has received over 10 million yen in cash or other financial benefit outside of their officer compensation in a single fiscal year in any of the past three fiscal years (where the entity receiving these assets is a group such as a corporation or association, this refers to persons belonging to that group)

* A transaction partner that exceeds the standards set by the Company is any transaction partner whose transactions with the Company make up over 2% of the Company's consolidated net sales in a single fiscal year in any of the past three fiscal years.

• Expertise and Experience of Director Candidates (Skill Matrix)

		Expertise and Experience							
Role	Name	Corporate Management	Legal / Personnel / Risk Management	Finance / Accounting	Sales / Marketing	Technology	Transformation and Value Creation	Regional Revitalization	International Experience
Directors who are not Audit & Supervisory Committee Members									
Executive	Hirohisa Iwamoto	●			●	●	●	●	
	Shinichi Ogane	●	●	●	●	●	●	●	
	Makoto Senoo	●			●	●	●	●	
Non-executive	Mio Takaoka	●		●	●		●		●
	Tomoko Wada			●					●
	Reiko Yasue	●	●		●	●	●		●
	Shinji Shimojo					●		●	
	Akira Yoshida	●			●		●		
Directors who are Audit & Supervisory Committee Members									
	Masato Ono	●	●		●				●
	Yukari Murayama		●						
	Masahiko Sasamura			●					

[Details of expertise and experience]

Corporate Management

Corporate management, management strategy, etc.

Legal / Personnel / Risk Management

Legal, finance, HR, risk management, etc.

Finance / Accounting

Finance, Accounting, M&A, etc.

Sales / Marketing

Experience and/or knowledge in customer relations, transaction partner relations, and sales and marketing related to the Company's products and solutions, as well as industry knowledge

Technology

Technological experience and/or knowledge related to IT, cutting-edge AI technology, IT installation, DX, and the Company's products and solutions, as well as industry knowledge

Transformation and Value Creation

Transformation and value creation through the integration of SI, consulting, and think tank functions

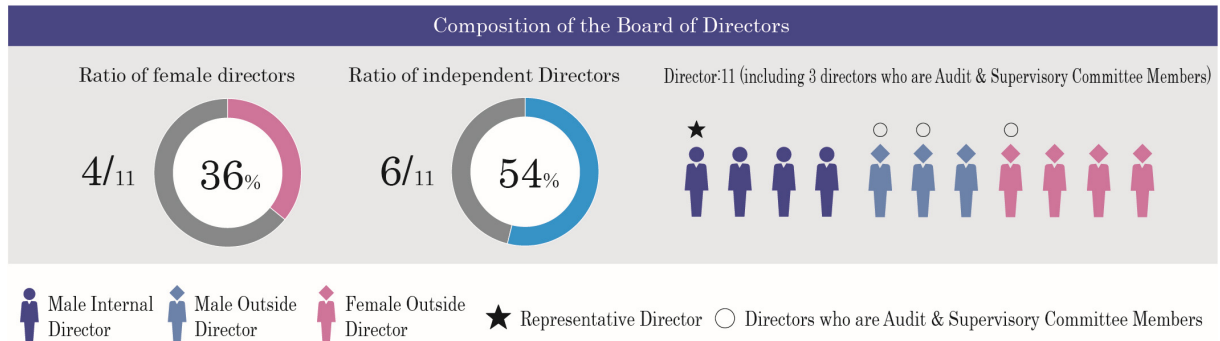
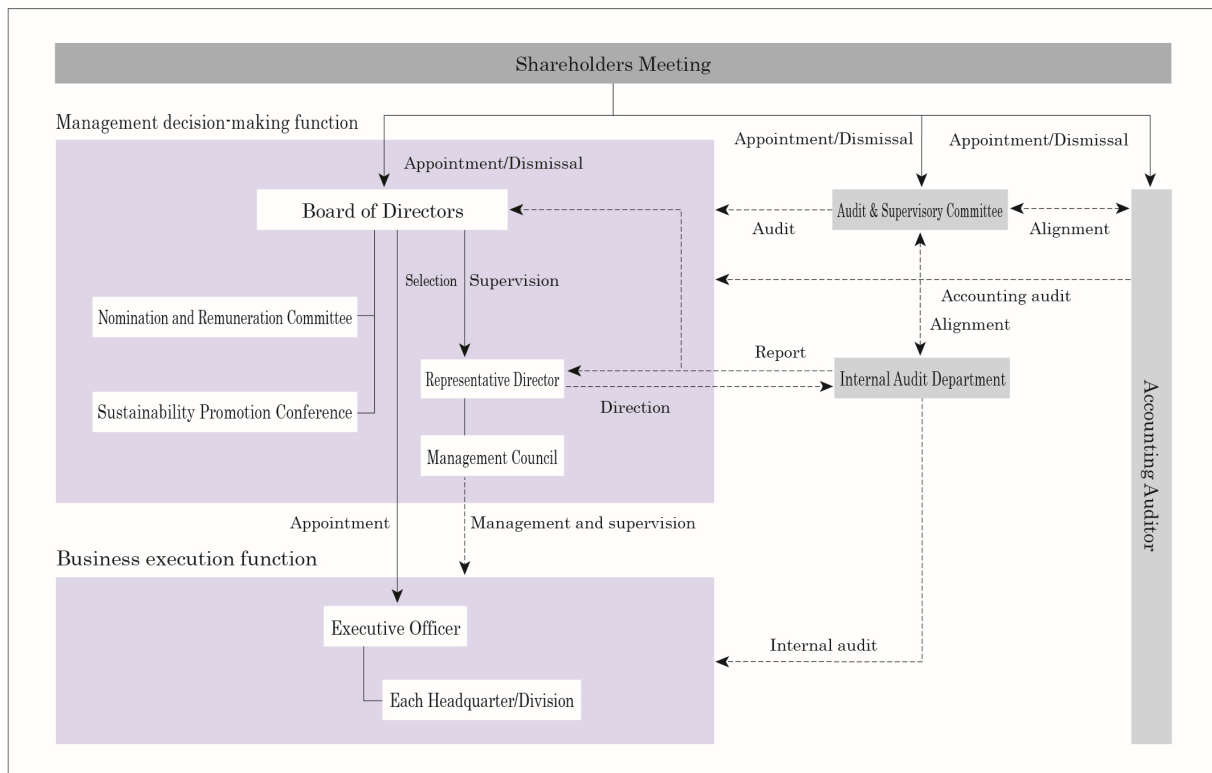
Regional Revitalization

Experience and/or knowledge in national and local government projects for solving social issues and regional revitalization projects in collaboration with corporations, universities, and promotion organizations

International Experience

Experience working overseas, experience at international organizations/overseas companies (research institutions, business entities, etc.), and global business experience

●Governance system chart



Proposal 4:

Election of One Substitute Director Who Is an Audit & Supervisory Committee Member

The Company proposes the election of one Substitute Director who is an Audit & Supervisory Committee Member in preparation for a vacancy in the number of Directors serving as a Member of the Audit & Supervisory Board provided for in laws and regulations.

The appointment of the said substitute Director who is an Audit & Supervisory Committee Member requires that the number of Director who is also an Audit & Supervisory Committee Member below the number required by laws and regulations. The term of office for the substitute Audit & Supervisory Committee 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 Committee has been obtained for this proposal.

The nominee for Substitute Director who is an Audit & Supervisory Committee Member is as follows:

Koichiro Tanaka

Date of Birth
July 6, 1965 (60)

Outside

Independent



Number of the Company's Shares
Owned

0 shares

Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions Outside the Company)

Oct. 1987	Joined Tohmatsu Awoki & Sanwa (currently Deloitte Touche Tohmatsu LLC)
Mar. 1991	Registered as a certified public accountant
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)
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
Jun. 2003	Office Partner at Deloitte Touche Tohmatsu's Shenzhen Office in China
Sep. 2003	Returned to the Auditor Division at the Tokyo Office of Deloitte Touche Tohmatsu (currently Deloitte Touche Tohmatsu LLC)
Dec. 2003	Corporate Finance Department Partner of Tohmatsu & Co. (currently Deloitte Tohmatsu LLC)
May 2005	Registered as a certified public tax accountant
Jul. 2014	Founder and Head of Tanaka Sogo Kaikei Jimusho <current position>
Mar. 2017	Outside Audit & Supervisory Board Member of ODAWARA ENGINEERING CO., LTD. <current position>
Jun. 2018	Auditor of Japan Automobile Research Institute <current position>
Jun. 2020	Outside Audit & Supervisory Board Member of Arisawa Mfg. Co., Ltd. <current position>
Jun. 2023	Outside Audit & Supervisory Board Member of Ten Allied Co. Ltd. <current position>

Reasons for Nomination as a Candidate for Substitute Outside Director Who Is an Audit & Supervisory Committee Member and Expected Roles

He has considerable knowledge of finance and accounting as a certified public accountant and tax accountant, as well as extensive work experience at major auditing firms and experience stationed abroad. In anticipation that he will make use of such experience in the Company's auditing system, we have nominated him as a candidate for the position of Substitute Outside Director who is an Audit & Supervisory Committee Member.

Notes:

1. Mr. Koichiro Tanaka's age is current as of the end of this General Meeting of Shareholders.
2. There is no special interest between Mr. Koichiro Tanaka and the Company.
3. Mr. Koichiro Tanaka is a candidate for a Substitute Outside Director who is an Audit & Supervisory Committee Member.
4. In the event that Mr. Koichiro Tanaka assumes the office of a Director who is an Audit & Supervisory Committee 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.
5. Mr. Koichiro Tanaka satisfies the requirements for independent Directors based on the stipulations of the Tokyo Stock Exchange on which the Company is listed and the "Requirements for Independence as Outside Director/Outside Audit & Supervisory Board Member" stipulated by the Company. In the event that he assumes the office of a Director who is an Audit & Supervisory Committee Member of the Company, the Company plans to notify the said exchange of his appointment as independent Director.
6. The Company has entered into a Directors and officers liability insurance policy whose content is summarized below. In the event that Mr. Koichiro Tanaka assumes the office of a Director who is an Audit & Supervisory Committee Member, he will be added to the policy as one of the insured. The policy is scheduled to be renewed in April 2026.

[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.

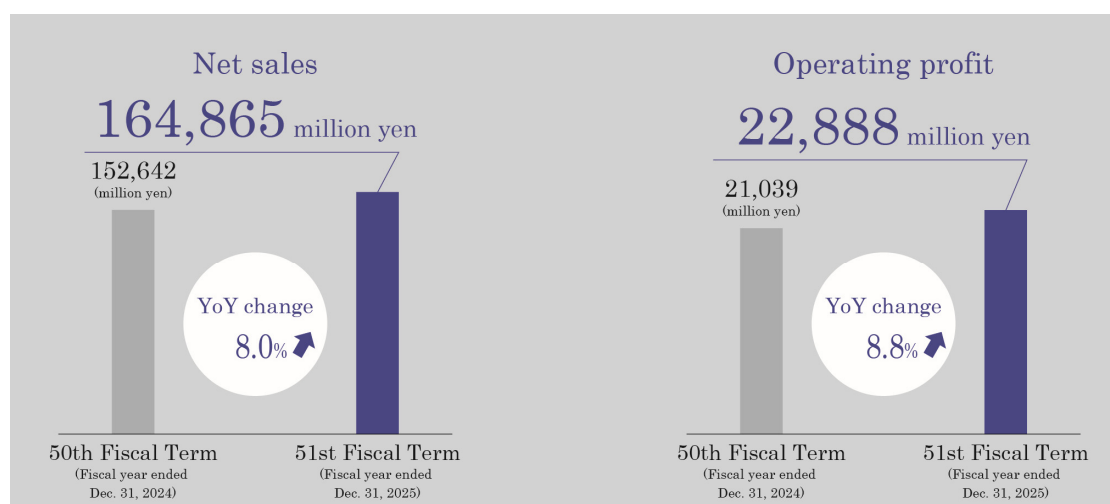
Business Report (From January 1, 2025 to December 31, 2025)

1. Current status of the corporate group

(1) Progress and results of our business

During the fiscal year under review (from January 1, 2025, to December 31, 2025), the Japanese economy continued to show a moderate recovery trend with improvement in the employment and income environment. The business environment surrounding the DENTSU SOKEN Group also remained firm, with strong corporate appetite for digital investment. On the other hand, looking ahead, concerns remain regarding the potential impact on the domestic economy from global policy developments, financial market volatility, and geopolitical risks, resulting in an uncertain outlook.

Amid these circumstances, we started a three-year medium-term management plan “Contributing to Progress in Society 2027,” the second phase of our efforts to realize our long-term management vision “Vision 2030” from the fiscal year under review. The title, “Contributing to Progress in Society,” is the name of the business concept established by our group for 2024 and summarizes a new form of business in which think tank, consulting, and system integration functions will work together to create a cycle from the proposal of issues to their resolution through technology. We will strengthen and leverage our core capabilities to broadly contribute to addressing the challenges faced by companies and society, and to support and implement progress toward a better society.

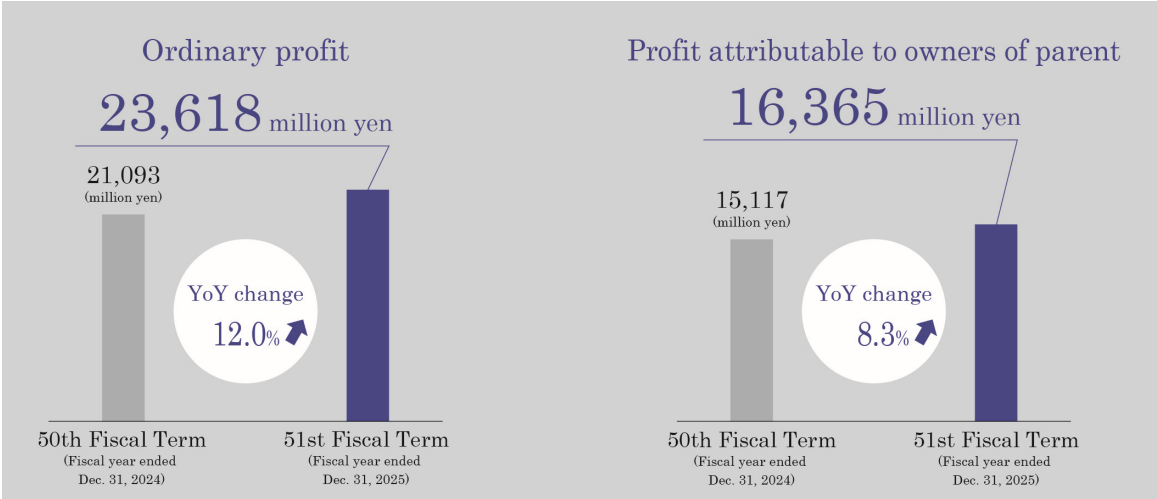


This medium-term management plan is built around three basic policies of “Addition of value to corporate and social transformation,” “Enhancement of competitive solutions,” and “Strengthening of management,” the medium-term management plan sets five quantitative targets (net sales of 210 billion yen, operating profit of 31.5 billion yen, operating margin of 15.0%, and ROE of 18.0% or higher for the year ending December 2027, with a total number of 6,000 employees). We will aim for further growth through more aggressive challenges than ever before, taking advantage of the business base expanded under the previous medium-term management plan.

As a result of these initiatives, for the fiscal year under review, net sales were 164,865 million yen (up 8.0% year on year), operating profit was 22,888 million yen (up 8.8% year on year), ordinary profit was 23,618 million yen (up 12.0% year on year), and profit attributable to owners of parent was 16,365 million yen (up 8.3% year on year).

Net sales increased across all four segments, led mainly by the Business Solutions segment and Communication IT segment. Operating profit increased despite costs associated with the retirement of intangible assets related to in-house software and higher selling, general and administrative expenses, all profit items increased due to the effect of higher sales.

As a result, net sales have reached record highs for 10 consecutive years, and operating profit and profit attributable to owners of parent have reached record highs for eight consecutive years.



Net sales, operating profit, and operating activities by reportable segment

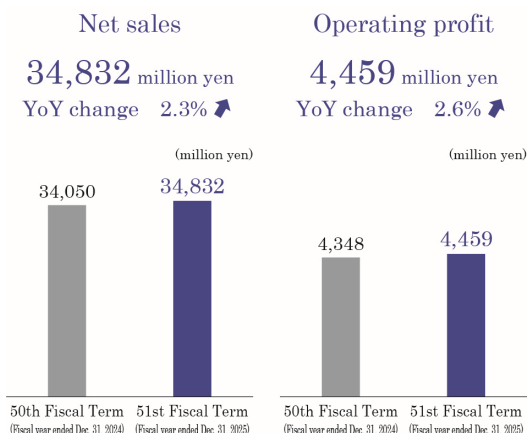
Financial Solutions

Principal contents of business

The main business of this segment is providing solutions that support business transformation in the financial industry and the utilization of financial services functions by general operating companies.

- Net sales and operating profit increased due to the expansion of custom system development projects for megabanks, as well as the expansion of implementation projects for BANK R, a loan solution, for government-affiliated financial institutions and major credit unions.

Sales composition ratio 21.1%



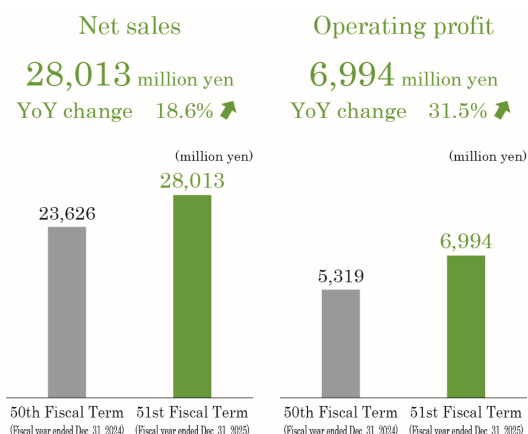
Business Solutions

Principal contents of business

The main business of this segment is providing solutions that support the sophistication of business management operations of corporates, centered on human resources and accounting.

- Net sales and operating profit increased due to the expansion of implementation projects for STRAVIS, a consolidated accounting solution, mainly for trading companies, and the expansion of implementation projects for POSITIVE, an integrated HCM solution, for the electric power and gas industries and the retail industry.

Sales composition ratio 17.0%



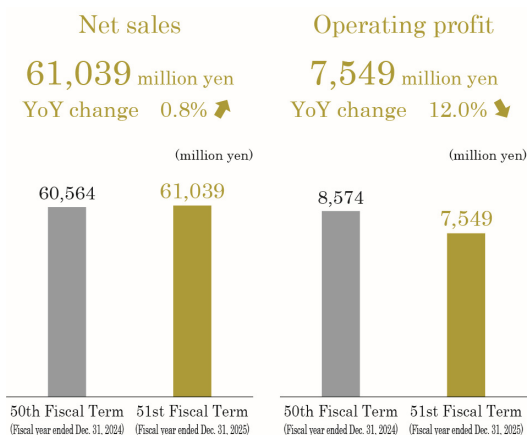
Manufacturing Solutions

Principal contents of business

The main business of this segment is providing solutions that support the enhancement of business processes and value chains in the manufacturing industry.

- Net sales increased due to the expansion of CAE and PLM solution sales to the transportation equipment industry, despite a decrease in SAP introductions. Operating profit declined due to a decrease in profitable third-party software add-on development projects and higher personnel expenses.

Sales composition ratio 37.0%



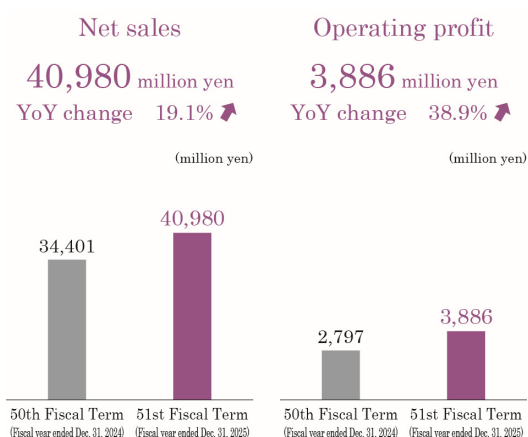
Communication IT

Principal contents of business

The main business of this segment is providing solutions that support corporate marketing transformation and digital reform initiatives for government agencies and municipalities.

- Net sales and operating profit increased due to the expansion of business for the public sector and the Dentsu Group, as well as the contribution of Mitsue-Links Co., Ltd., which was included in the scope of consolidation from the third quarter of the previous fiscal year.

Sales composition ratio 24.9%



Note:

The business classifications under the reporting segments have been changed from the fiscal year ended December 31, 2025. As a result, the results for the fiscal year ended December 31, 2024 are compared and analyzed with the figures reclassified into the new classification.

(2) Issues to be addressed

(i) Basic management policy

The DENTSU SOKEN Group's basic management policy is to advance its business activities toward realizing its corporate philosophy (mission) "Acting with sincerity, we contribute to progress and harmony among our customers, consumers, and society by exploring the unlimited potential of technology." This corporate philosophy further defines the direction the DENTSU SOKEN Group should pursue as its vision and the values the DENTSU SOKEN Group should cherish as our guiding principles. We incorporate goals and strategies into our management plan to ensure employees' daily actions contribute to the realization of the entire corporate philosophy, while actively implementing initiatives to instill this philosophy among our employees.

(ii) Long-term management strategy

The DENTSU SOKEN Group has established **"Vision 2030," its long-term management vision** for 2030. The overview of the long-term management vision "Vision 2030" is as follows.

1. Vision 2030 Statement

The DENTSU SOKEN Group will transform itself with the aim of becoming an "X Innovator" realizing social and corporate transformation.

2. Our ideal positioning in 2030

The ideal positioning for the DENTSU SOKEN Group in 2030 is to meet the expectations of society, corporations, and consumers as a high value-added Company that embodies its corporate philosophy. To this end, we recognize the need to transcend the system integrator framework, advocated in 1985, and transform ourselves into an entity that plans and realizes social and corporate transformation with diversity, in terms of both people and technologies. The DENTSU SOKEN Group defines its ideal positioning as "An X Innovator—an entity that realizes social and corporate transformation through the practical implementation of X Innovation." By 2030, we aim to become a corporate group with net sales of 300 billion yen and operating margin of 20%, as a group with diverse human resources, an abundance of technologies, and the various solution suited to realizing societal and corporate transformation through self-transformation from a "system integrator" to a "X Innovator," thereby enhancing our growth potential.

3. Business policies focused on 2030

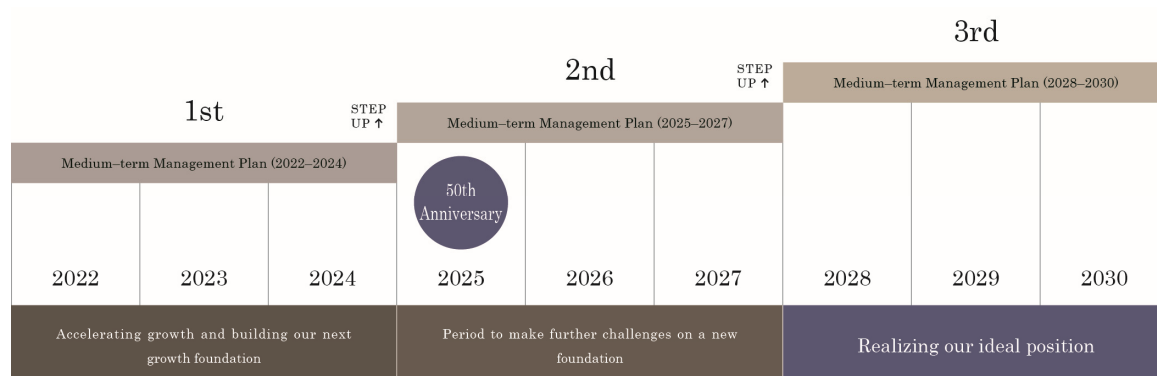
To realize our ideal positioning, we will promote the following four self-transformations.

Business domain expansion HIRAKU	Expand business domain from the resolution of individual corporate business issues to support for the resolution of all issues faced by the entire company and social transformation.
New capability acquisition TSUKURU	Further enhance strengths in technology implementation while acquiring the capabilities necessary to guide social and corporate transformation as new strengths.
Earnings model innovation KASEGU	In addition to expanding and strengthening solutions, strive to diversify profit model and improve profitability through the establishment of new delivery models.
Management foundation innovation SASAERU	Update management foundation to accelerate the speed of self-transformation and acquire the ability to flexibly adapt to future changes in the environment.

4. Steps to 2030

The DENTSU SOKEN Group formulates and promotes three medium-term management plans spanning the nine years from 2022 to 2030, divided into three-year periods. The basic positioning of each period is as follows.

i) FY2022–2024	Build a new foundation for the DENTSU SOKEN Group as a stepping stone for the future while accelerating growth.
ii) FY2025–2027	In 2025, the DENTSU SOKEN Group will celebrate its 50th anniversary. As a new Group, we will engage in more proactive challenges than before, both organically and in-organically, aiming for even higher growth.
iii) FY2028–2030	Continue taking on positive challenges toward the realization of our ideal positioning and consider a new long-term management vision beyond 2030.



(iii) Medium-term management plan (FY2025–2027)

1. Understanding of the business environment

The rapid advancement toward a digital society, changes in corporate social responsibility accompanying the emergence of new management agendas such as ESG management and human capital management, the domestic labor force decline and intensifying talent acquisition competition, and the continued evolution of technologies including generative AI represent four megatrends that are expected to remain largely unchanged. We believe significant growth opportunities will arise for companies with strengths in technological implementation capabilities to address the transformation needs of society and businesses.

Based on the above understanding of the business environment, starting in 2025, we are advancing a three-year **medium-term management plan “Contributing to Progress in Society 2027,”** the second phase under our long-term management vision “Vision 2030.” The title, “Contributing to Progress in Society,” is the name of the business concept established by the DENTSU SOKEN Group for 2024 and summarizes a new form of business in which think tank, consulting, and system integration functions will work together to create a cycle from the proposal of issues to their resolution through technology. We will aim for further growth through more proactive challenges than ever before, taking advantage of the business base expanded under the previous medium-term management plan.

2. Slogan

Enhancing and leveraging our capabilities to support the activities of corporations and other organizations, and to contribute to progress in society.

3. Priority measures

I. Value creation driven by corporate and social transformation

- Integration of sales functions
- We established the General Sales Headquarters in January 2025 and integrated sales functions to enable the entire Company to respond consistently to complex and wide-ranging customer expectations. To accelerate the acquisition of new business opportunities and provide greater value, we will strengthen the areas of account sales, solution sales, and partner sales.
- Integration of technological functions
- We established the Technology Headquarters in January 2025 and merged our technology functions to enable the sharing of skills and expertise across business boundaries, as well as the flexible allocation of personnel. We will accelerate business growth by developing advanced project lead personnel; improving project quality; as well as rapidly and flexibly assignment of human resource in response to changes in the business environment.

II. Enhancement of solutions

- Utilization of cutting-edge technologies
We will utilize generative AI and other innovative technologies to strengthen the competitiveness and profitability of our solutions.
- Promotion of external collaboration
We will enhance our capabilities and expand into new areas of business through partnerships and M&A with the Dentsu Group, other corporations and organizations, educational and research institutions.
- Strengthening of proprietary solutions
We will increase R&D and product investments to further buttress the competitive advantages of our proprietary solutions. Centered on a dedicated organization to plan, develop, and launch new businesses, we will develop multiple new areas of business by 2030.

III. Strengthening of management foundations

- Reform of management system
We will promote DX, sustainability activities, and the advancement of management systems across all business and corporate divisions. This will enable us to improve productivity and profitability over the medium to long term, and so enhance corporate value.
- Strengthening human capital
We will continue to hire talented human resources and implement a wide range of development initiatives and measures to improve mobility in order to maximize the abilities and performance of each employee.

4. Target management metrics

The DENTSU SOKEN Group places great importance on maximizing the added value we provide for clients, and on enhancing corporate value. Under this medium-term management plan, we have set targets for the fiscal year ending December 31, 2027 for the five quantitative indicators of net sales, operating profit,

operating margin, ROE, and number of employees. In addition, we have a growth investment allocation to achieve these targets. The figures are as follows:

<Quantitative targets>

Items	FY12/2024	FY12/2027 targets	CAGR*
Net sales	152.6 billion yen	210.0 billion yen	11.2%
Operating profit	21.0 billion yen	31.5 billion yen	14.4%
Operating margin	13.8%	15.0%	—
ROE	17.4%	18.0% or higher	—
Number of employees	4,413 employees	6,000 employees	10.8%

* Compound annual growth rate (CAGR) based on FY2024 results

<Allocation for growth investments>

Three-year cumulative	Target
75.0 billion yen	R&D activities, internal productivity improvement initiatives, and M&A, etc.

5. Financial policy

The DENTSU SOKEN Group's finance-related policy is to have a sound financial foundation, while at the same time investing in growth areas and providing shareholders with stable returns. Its goal is to sustainably enhance corporate value over the long term. In line with this policy, in this medium-term management plan, we have set aside a growth investment budget of 75.0 billion yen, from our cash reserves as of the end of the fiscal year ended December 31, 2024 and the free cash flow expected over the three-year period of this management plan.

Further, in the process of investing and pursuing M&A, we will make investment decisions based on strict standards, taking into account the cost of capital. In order to achieve disruptive growth, we will also consider raising funds by borrowing, if necessary, aiming to maintain an equity ratio of 50% or higher.

Financial policy

- Cash on hand** Prepare cash on hand equivalent to two months' worth of net sales
- Financing** When financing, consider financial soundness and evaluate borrowing with the aim of maintaining an equity ratio of 50% or higher.
- Investment decision** Set a hurdle rate that reflects the latest cost of capital to make investment decisions

Capital allocation

Cumulative 3-year FCF 75.0 billion yen (excluding R&D)	Growth investment 75.0 billion yen
Surplus cash and deposits (End of 2024) 35.0 billion yen	Shareholder returns 25.0 billion yen
Cash on hand (End of 2024) 25.0 billion yen	Cash on hand (End of 2027) 35.0 billion yen
Cash-in 135.0 billion yen	Cash-out 135.0 billion yen

6. Shareholder returns

The DENTSU SOKEN Group's basic dividend policy is to maintain an appropriate level of steady dividends, while retaining sufficient internal reserves to ensure sustained growth. Under this basic policy, we will strengthen shareholder returns through earnings growth and an improved dividend payout ratio. We have set the target consolidated dividend payout ratio of 50% for the fiscal year ending December 31, 2027.

(3) Financial position and results of operations

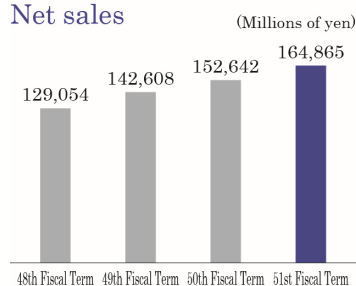
(i) Financial position and results of operations of the corporate group

Category		48th Fiscal Term (Fiscal year ended Dec. 31, 2022)	49th Fiscal Term (Fiscal year ended Dec. 31, 2023)	50th Fiscal Term (Fiscal year ended Dec. 31, 2024)	51st Fiscal Term (Fiscal year under review) (Fiscal year ended Dec. 31, 2025)
Net sales	(Millions of yen)	129,054	142,608	152,642	164,865
Operating profit	(Millions of yen)	18,590	21,028	21,039	22,888
Ordinary profit	(Millions of yen)	18,354	21,244	21,093	23,618
Profit attributable to owners of parent	(Millions of yen)	12,598	14,663	15,117	16,365
Earnings per share	(Yen)	64.50	75.12	77.44	83.83
Total assets	(Millions of yen)	121,892	133,333	147,331	165,055
Net assets	(Millions of yen)	73,871	82,971	91,194	100,159
Book value per share	(Yen)	378.43	425.03	467.13	513.17
Operating margin	(%)	14.4	14.7	13.8	13.9
Return on equity (ROE)	(%)	18.1	18.7	17.4	17.1

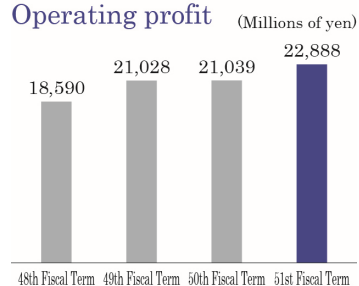
Note:

The Company performed a three-for-one share split on its common stock, effective January 1, 2026. Earnings per share and book value per share have been calculated as if the share split had occurred at the beginning of the 48th fiscal term.

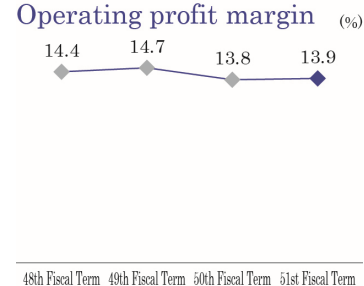
Net sales



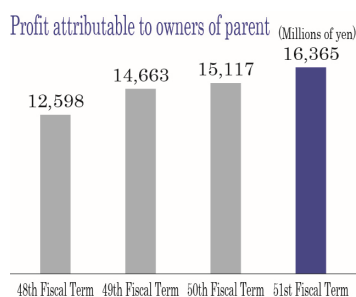
Operating profit



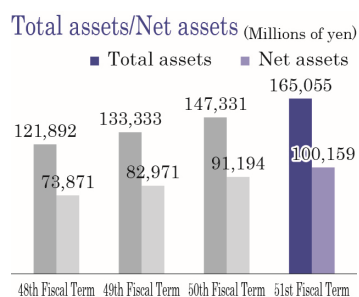
Operating profit margin (%)



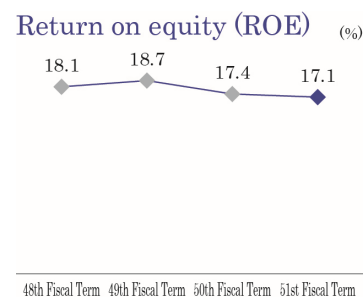
Profit attributable to owners of parent



Total assets/Net assets



Return on equity (ROE) (%)



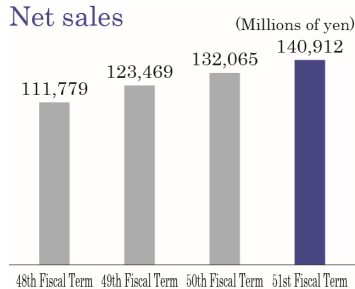
(ii) Financial position and results of operations of the Company

Category	48th Fiscal Term (Fiscal year ended Dec. 31, 2022)	49th Fiscal Term (Fiscal year ended Dec. 31, 2023)	50th Fiscal Term (Fiscal year ended Dec. 31, 2024)	51st Fiscal Term (Fiscal year under review) (Fiscal year ended Dec. 31, 2025)
Net sales	(Millions of yen) 111,779	123,469	132,065	140,912
Operating profit	(Millions of yen) 14,681	16,859	18,117	19,552
Ordinary profit	(Millions of yen) 16,467	19,287	20,739	22,261
Profit	(Millions of yen) 11,490	14,249	16,420	15,665
Earnings per share	(Yen) 58.83	72.99	84.11	80.25
Total assets	(Millions of yen) 111,415	122,879	134,782	151,356
Net assets	(Millions of yen) 64,954	73,464	82,671	90,840
Book value per share	(Yen) 332.75	376.33	423.47	465.42

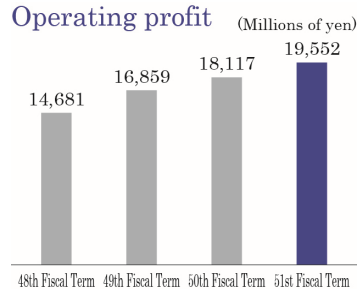
Note:

The Company performed a three-for-one share split on its common stock, effective January 1, 2026. Earnings per share and book value per share have been calculated as if the share split had occurred at the beginning of the 48th fiscal term.

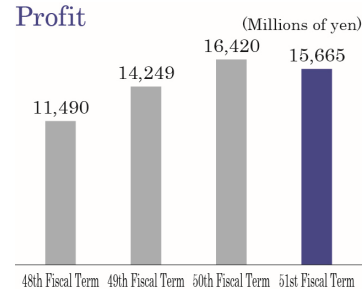
Net sales



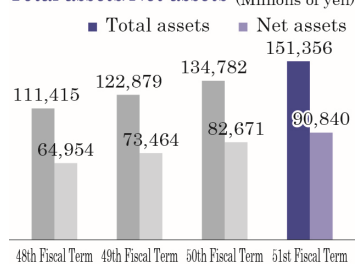
Operating profit



Profit



Total assets/Net assets (Millions of yen)



Key Topics in 2025

February	Announced the new medium-term management plan “Contributing to Progress in Society 2027”
March	Established a new organization, the DENTSU SOKEN Center for Economic Security Research (DCER)
April	Held DENTSU SOKEN HR Forum 2025
May	Achieved the first-ever “AA” rating in the MSCI ESG Ratings
June	Started to provide the treasury management system Ci*X Treasury Published the Integrated Report 2025
July	Published the Human Capital Report 2025 Established the cross-organizational “dentsu Japan AI Center” within the domestic Dentsu Group
August	Held the event “TECH KNOCK” for junior high school students in Aomori City
October	Certified for four consecutive years as a “Great Place To Work” by Great Place To Work® Institute Japan
December	Held a commemorative ceremony for employees and produced a commemorative magazine to mark the 50th anniversary of the Company’s founding

(4) Financing activities

Not applicable.

(5) Capital investments

Amount of capital investment implemented during the fiscal year under review totaled 431 million yen, primarily consisting of interior construction work for office environment improvement, replacement of communications and electrical equipment, and renewal of fixtures.

(6) Significant parent and subsidiaries

(i) Parent company

The Company’s parent company is Dentsu Group Inc., which holds 40,259 thousand shares of the Company (representing a 61.8% ownership stake).

(ii) Matters concerning transactions with the parent company

a. Matters given due consideration so that the interests of the Company are not harmed when engaging in such transactions

Interest rates for fund transactions are determined in accordance with general terms of transactions by taking into account market rates.

b. Judgment regarding whether or not such transactions harm the interests of the Company, and the reasons therefor

Transactions with the parent company, like general transactions, are decided based on economic rationality following active and multifaceted discussions at the Board of Directors and Management Council.

Furthermore, regarding business operations, the Company maintains a positive collaborative relationship while ensuring its independence as a listed company. The Company independently determines its management policies and business plans.

Based on the above, the Board of Directors has determined that transactions with the parent company will not harm the interests of the Company.

- c. Opinions of Outside Directors when differing from the Board of Directors' judgment
Not applicable.

- (iii) Contracts, etc. concerning significant financial and business policies entered into with the parent company

There are no particular restrictions between the parent company and the Company regarding the Company's significant financial and business policies, such as matters requiring approval in the course of business activities. The Company conducts business activities and management decisions based on its own independent judgment and believes that it maintains a certain degree of independence from the parent company.

- (iv) Significant subsidiaries

Company name	Location	Share capital	Ownership ratio (%)	Principal contents of business
DENTSU SOKEN IT INC.	Minato-ku, Tokyo	326 million yen	100.0	Information services business
ESTECH Corporation	Yokohama City, Kanagawa	250 million yen	100.0	Information services business
DENTSU SOKEN SECURE SOLUTIONS INC.	Minato-ku, Tokyo	300 million yen	100.0	Information services business
DENTSU SOKEN ASSIST INC.	Minato-ku, Tokyo	10 million yen	100.0	Administrative operations of the DENTSU SOKEN Group
DENTSU SOKEN BRIGHT INC.	Minato-ku, Tokyo	10 million yen	100.0	Office services operations of the DENTSU SOKEN Group
Mitsue-Links Co., Ltd.	Shinjuku-ku, Tokyo	99 million yen	100.0	Web integration business
DENTSU SOKEN UK, LTD.	U. K.	GBP 500,000	100.0	Information services business
DENTSU SOKEN USA, INC.	U.S.A.	USD 500,000	100.0	Information services business
DENTSU SOKEN HONG KONG LIMITED	China	HKD 8 million	100.0	Information services business
DENTSU SOKEN SHANGHAI CO., LTD.	China	USD 300,000	100.0	Information services business
DENTSU SOKEN SINGAPORE PTE. LTD.	Singapore	SGD 16.4 million	100.0	Information services business
DENTSU SOKEN (THAILAND) LIMITED	Thailand	THB 108 million	100.0	Information services business
PT. DENTSU SOKEN INDONESIA	Indonesia	IDR 62.4 billion	100.0	Information services business
Two Pillars GmbH	Germany	EUR 43,169	64.8	Information services business

Notes:

- As of the end of the fiscal year under review, there are no specified wholly-owned subsidiaries.
- The ownership ratio column indicates the total of the Company's ownership ratio and the indirect ownership ratio by its subsidiaries.
- DENTSU SOKEN SECURE SOLUTIONS INC. conducted an absorption-type merger of DENTSU SOKEN IT INC., Ltd. on January 1, 2026, and changed its trade name to DENTSU SOKEN TECHNOLOGY INC.

(v) Significant associates

Company name	Location	Share capital (Millions of yen)	Ownership ratio (%)	Principal contents of business
Koozyt, Inc.	Minato-ku, Tokyo	50	33.3	Information services business
Smart Holdings Inc.	Minato-ku, Tokyo	847	19.0	Management strategy and business management of SMART GROUP
FINOLAB Inc.	Chiyoda-ku, Tokyo	150	49.0	Startup support services
ACSiON, Ltd.	Chiyoda-ku, Tokyo	100	38.8	Identity verification platform business

Note:

The ownership ratio column indicates the total of the Company's ownership ratio and the indirect ownership ratio by its subsidiaries.

(7) Principal contents of business (as of December 31, 2025)

- (i) Business and IT consulting services
- (ii) System construction and maintenance based on customer-specific requirements
- (iii) Sales, maintenance, and add-on development and implementation technical support services for of proprietary software
- (iv) Sales, maintenance, and add-on development and implementation technical support services for third-party software
- (v) Operation, maintenance, and support of customer systems; information services utilizing data centers, etc.; and business contract services
- (vi) Sales and maintenance of hardware, as well as software such as databases and middleware

(8) Principal business locations (as of December 31, 2025)

- (i) The Company
 - Head office (Minato-ku, Tokyo)
 - Kansai Region Branch Office (Kita-ku, Osaka City, Osaka)
 - Central Region Branch Office (Naka-ku, Nagoya City, Aichi)
 - Toyota Branch Office (Toyota City, Aichi)
 - Hiroshima Branch Office (Minami-ku, Hiroshima City, Hiroshima)
- (ii) Subsidiaries and associates
 - The locations are stated in “1. (6) (iv) Significant subsidiaries” and “1. (6) (v) Significant associates” above.

(9) Employees (as of December 31, 2025)**(i) Employees of the corporate group**

Segment name	Number of employees		Increase/decrease from the previous fiscal year-end	
Financial Solutions	959	[383]	Decrease of 10	(Decrease of 36)
Business Solutions	584	[300]	Increase of 64	(Increase of 8)
Manufacturing Solutions	1,143	[469]	Increase of 75	(Decrease of 12)
Communication IT	1,299	[418]	Increase of 65	(Increase of 25)
Company-wide (common)	633	[49]	Increase of 11	(No change)
Total	4,618	[1,619]	Increase of 205	(Decrease of 15)

Notes:

1. The number of employees refers to the number of working personnel.
2. Temporary employees (dispatched workers from staffing agencies) are excluded from the annual average headcount and are shown in parentheses.
3. The number of employees stated as “Company-wide (common)” refers to those belonging to administrative departments, etc.
4. Due to organizational changes resulting from changes in business classifications under the reporting segments, we have reclassified the number of employees by segment for the previous fiscal year. The increase and decrease during the fiscal year under review are based on comparisons with the reclassified personnel numbers.

(ii) The Company’s employees

Number of employees	Increase/decrease from the previous fiscal year-end	Average age	Average years of service
2,492	Increase of 90	39.9 years	10.7 years

Note:

The number of employees refers to the number of working personnel.

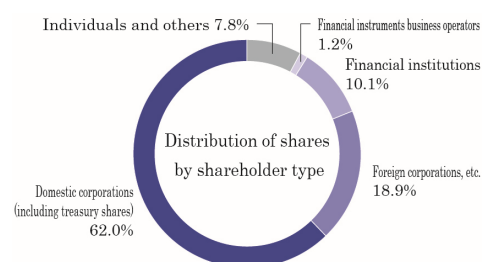
(10) Major creditors (as of December 31, 2025)

Not applicable.

2. Current status of the Company

(1) Shares (as of December 31, 2025)

(i) Total number of authorized shares	196,000,000 shares
(ii) Total number of shares issued	65,182,480 shares
(iii) Number of shareholders	3,933
(iv) Major shareholders (top 10 shareholders)	



Name of shareholders	Number of shares held (Thousands of shares)	Ratio of shareholding (%)
Dentsu Group Inc.	40,259	61.8
The Master Trust Bank of Japan, Ltd. (Trust Account)	3,629	5.6
Custody Bank of Japan, Ltd. (Trust Account)	2,054	3.2
DENTSU SOKEN Employee Stock Ownership Plan	1,343	2.1
UBS AG LONDON A/C IPB SEGREGATED CLIENT ACCOUNT	636	1.0
GOLDMAN SACHS INTERNATIONAL	547	0.8
NORTHERN TRUST CO.(AVFC) RE FIDELITY FUNDS	481	0.7
THE BANK OF NEW YORK MELLON 140044	452	0.7
BBH FOR UMB BK, NATL ASSOCIATION-GLOBAL ALPHA INTL SMALL CAP FUND LP	447	0.7
THE BANK OF NEW YORK MELLON 140040	419	0.6

Notes:

- Ratio of shareholding is calculated after deducting treasury shares (18 thousand shares). Treasury shares deducted do not include the Company's shares owned by the Executive Compensation BIP Trust (105 thousand shares).
- At the Board of Directors meeting held on December 3, 2025, the Company resolved to perform a three-for-one share split on its common stock, effective January 1, 2026. On the same date, the total number of authorized shares as stipulated in the Company's Articles of Incorporation was amended. As a result, the total number of authorized shares is 588,000,000 shares, and the total number of issued shares is 195,547,440 shares.

(v) Shares granted to the Company's Directors as compensation for the execution of their duties during the fiscal year under review

	Number of shares	Number of eligible officers
Director (excluding Directors who are Audit & Supervisory Committee Members and Outside Directors)	6,816 shares	2

Note:

For the details of the Company's stock compensation, please refer to "2. (4) (iv) Amount of remuneration, etc. for Directors."

(2) Share acquisition rights, etc.

(i) Share acquisition rights granted to the Company's Directors as compensation for the execution of their duties as of the end of the fiscal year under review

Not applicable.

(ii) Share acquisition rights granted to employees, etc. as compensation for the execution of their duties during the fiscal year under review

Not applicable.

(3) Other significant matters concerning shares

As a result of the share split (a three-for-one share split on common stock) performed on January 1, 2026, the total number of authorized shares increased by 392,000,000 shares, and the number of issued shares increased by 130,364,960 shares.

(4) Officers of the Company

(i) Director (as of December 31, 2025)

Positions	Name	Responsibility and significant concurrent positions outside the Company
President and Representative Director	Hirohisa Iwamoto	President CEO & COO
Director	Shinichi Ogane	Senior Management Director Corporate Supervisor
Director (Outside)	Mio Takaoka	Venture Partner at DNX Ventures Outside Director of SEPTENI HOLDINGS CO., LTD. Outside Director of HENNGE K.K.
Director (Outside)	Tomoko Wada	
Director (Outside)	Reiko Yasue	Board Director (external) of TOMY Company, Ltd. External Director of Lion Corporation Senior Officer in charge of Global Human Resources (CHRO), Diversity Promotion of JSR Corporation
Director	Chisato Matsumoto	Chief Client Officer of dentsu Japan Managing Executive Officer (Business Produce) of DENTSU INC.
Director (Outside) (Full-time Audit & Supervisory Committee Member)	Atsuhiro Sekiguchi	
Director (Outside) (Audit & Supervisory Committee Member)	Yukari Murayama	Attorney at law Partner of Anderson Mori & Tomotsune Foreign Law Joint Enterprise Outside Director of Carlit Co., Ltd Outside Director (Audit and Supervisory Committee Member) of MS&AD Insurance Group Holdings, Inc.
Director (Outside) (Audit & Supervisory Committee Member)	Masahiko Sasamura	Certified Public Accountant, certified public tax accountant Founder and Representative Director of Tenrindo Corporation Outside Audit & Supervisory Board Member of DENTSU MUSIC AND ENTERTAINMENT INC. Executive Partner of Partners C Inc. Employee at Partners Z

Notes:

1. Mr. Kazuo Ichijo retired as a Director upon the expiration of his term of office at the conclusion of the 50th Annual General Meeting of Shareholders held on March 24, 2025.
2. CEO, COO, President, and Senior Management Director are executive officer positions.
3. The Corporate Supervisor is responsible for overseeing matters concerning the corporate departments of the Company and the rest of its group companies.
4. Outside Directors Ms. Mio Takaoka and Ms. Yukari Murayama are members of the Nomination and Remuneration Committee, which is the Company's voluntary committee. Ms. Mio Takaoka has served as chairperson of the committee since March 2025.
5. Outside Directors Ms. Mio Takaoka, Ms. Tomoko Wada, Ms. Reiko Yasue, Ms. Yukari Murayama, and Mr. Masahiko Sasamura have been registered with the Tokyo Stock Exchange as independent Directors based on the stipulations of the Tokyo Stock Exchange.

6. Outside Director who is an Audit & Supervisory Committee Member Mr. Masahiko Sasamura holds qualifications as a certified public accountant and a certified tax accountant, and has considerable knowledge of finance and accounting.
7. dentsu Japan oversees and supports the Japan businesses of the Dentsu Group Inc. in addition to representing the Japanese business brand.
8. The changes in significant concurrent positions of Outside Director Ms. Mio Takaoka are as follows.

Outside Director of KAYAC Inc. (Audit & Supervisory Committee Member) (retired on March 27, 2025)

9. The changes in significant concurrent positions of Director Mr. Chisato Matsumoto are as follows.

Managing Executive Officer (Business Produce) of DENTSU INC. (retired on December 31, 2025)

The changes in his significant concurrent positions in 2026 are as follows:

Director, Executive Vice President of DENTSU INC. (assumed office on January 1, 2026)

Representative Director, President and CEO of DENTSU INC. (scheduled to assume office on April 1, 2026)

10. The changes in significant concurrent positions of Outside Director Mr. Masahiko Sasamura are as follows.

Audit & Supervisory Board Member of Aeronext Inc. (retired on November 30, 2025)

11. There are no significant business relationships between the Company and other corporations or entities where Outside Directors Ms. Mio Takaoka, Ms. Tomoko Wada, Ms. Reiko Yasue, Ms. Yukari Murayama, and Mr. Masahiko Sasamura hold concurrent positions.
12. The Company has appointed Mr. Atsuhiko Sekiguchi as full-time Audit & Supervisory Committee Member to enhance the audit and supervisory functions by ensuring a thorough understanding of the process of important decision-making and the execution of duties, and by strengthening sufficient coordination with the internal audit department.
13. Overview of limited liability agreements

The Company stipulates in its Articles of Incorporation that, pursuant to Article 427, paragraph (1) of the Companies Act, it may enter into agreements with Directors (excluding those who are Executive Directors, etc.) to limit their liability for damages under Article 423, paragraph (1) of the same Act. Accordingly, the Company has entered into liability limitation agreements with Directors Ms. Mio Takaoka, Ms. Tomoko Wada, Ms. Reiko Yasue, Mr. Chisato Matsumoto, Mr. Atsuhiko Sekiguchi, Ms. Yukari Murayama, and Mr. Masahiko Sasamura.

The overview of the limited liability agreement is as follows.

Directors (excluding those who are Executive Directors, etc.) shall be liable for damages under Article 423, paragraph (1) of the Companies Act, provided that they acted in good faith and without gross negligence in performing their duties, up to the greater of 6 million yen or the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act.

14. Overview of a Directors and officers liability insurance policy

The Company has entered into a Directors and officers liability insurance policy with an insurance company, as prescribed in Article 430-3, paragraph (1) of the Companies Act, with directors, audit & supervisory board members, executive officers, and other officers of the Company and its subsidiaries as the insureds.

The overview of a Directors and officers liability insurance policy is as follows.

- (i) 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.

- (ii) 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.

(ii) Executive Officers (as of December 31, 2025)

The Company has adopted an Executive Officer system. The composition of Executive Officers who do not concurrently serve as Directors is as follows:

Positions	Name	Responsibility and significant concurrent positions outside the Company
Managing Executive Officer	Makoto Senoo	Business Supervisor DX President of dentsu Japan
Managing Executive Officer	Shinichi Maeda	Assistant to Corporate Supervisor
Managing Executive Officer	Jiro Sakai	Assistant to Corporate Supervisor Head of Corporate Administration Division
Senior Executive Officer	Tomoki Kohsaka	Head of Corporate Strategy Division
Senior Executive Officer	Yuichi Nakamura	Assistant to the Head of Technology Headquarters Head of Enterprise Business Division II
Senior Executive Officer	Hideki Sato	Head of Technology Headquarters
Senior Executive Officer	Tetsuo Terada	Head of Human Resources Strategy Division
Senior Executive Officer	Eito Maejima	Head of General Sales Headquarters Head of Sales Division II General Manager of HCM Business Operations
Executive Officer	Takemine Ichimaru	Head of Innovation for Society Division
Executive Officer	Chie Ito	Assistant to the Head of General Sales Headquarters Head of Business Development Division
Executive Officer	Hajime Tanaka	Assistant to the Head of Technology Headquarters Head of Value Chain Business Division General Manager of Toyota Branch Office
Executive Officer	Takamitsu Terashima	Head of Consulting Division
Executive Officer	Noriko Nakata	Assistant to the Head of General Sales Headquarters General Manager of Group Management Solution Business Operations
Executive Officer	Masaaki Nakagawa	President and Representative Director of DENTSU SOKEN IT INC. President and Representative Director of DENTSU SOKEN SECURE SOLUTIONS INC.

Notes:

1. Managing Executive Officer and Senior Executive Officer are executive officer positions.
2. The Business Supervisor is responsible for overseeing matters concerning the overall business activities of the Company and the rest of its group companies.

(iii) Executive Officers (as of January 1, 2026)

The status of Executive Officers following the organizational restructuring effective January 1, 2026, is as follows.

Positions	Name	Responsibility and significant concurrent positions outside the Company
President, CEO & COO	Hirohisa Iwamoto	
Senior Management Director	Shinichi Ogane	Corporate Supervisor
Managing Executive Officer	Makoto Senoo	Business Supervisor DX President of dentsu Japan
Managing Executive Officer	Shinichi Maeda	Assistant to President In charge of Special Assignment In charge of Cross-divisional and Group-wide Matters
Senior Executive Officer	Jiro Sakai	Assistant to the Head of Corporate Administration Division
Senior Executive Officer	Tomoki Kohsaka	Head of Corporate Strategy Division
Senior Executive Officer	Yuichi Nakamura	Assistant to the Head of Technology Headquarters Head of Enterprise Business Division II Head of Enterprise Business Division III
Senior Executive Officer	Hideki Sato	Assistant to Business Supervisor Head of Technology Headquarters
Senior Executive Officer	Tetsuo Terada	Assistant to Corporate Supervisor Head of Corporate Administration Division
Senior Executive Officer	Eito Maejima	Assistant to Business Supervisor Head of General Sales Headquarters
Senior Executive Officer	Takemine Ichimaru	Head of Innovation for Society Division Operation Supervisor of Center for Economic Security Research
Executive Officer	Chie Ito	Head of Business Development Division
Executive Officer	Hajime Tanaka	Assistant to the Head of Technology Headquarters Head of Value Chain Business Division
Executive Officer	Takamitsu Terashima	Head of Consulting Division
Executive Officer	Noriko Nakata	Head of Enterprise Accounting Solution Division
Executive Officer	Masaaki Nakagawa	President and Representative Director of DENTSU SOKEN TECHNOLOGY INC.
Executive Officer	Atsuhiko Tozaki	Assistant to the Head of General Sales Headquarters Representative Director, CEO of Mitsue-Links Co., Ltd.
Executive Officer	Naohiro Yamaguchi	Assistant to the Head of General Sales Headquarters
Executive Officer	Seigo Morooka	Assistant to the Head of General Sales Headquarters

(iv) Amount of remuneration, etc. for Directors

Category	Total amount of remuneration, etc. (Millions of yen)	Fixed remuneration (Millions of yen)	Annual bonus Performance-linked remuneration (Millions of yen)	Stock compensation (Millions of yen)	Number of persons (Persons)
Directors who are not Audit & Supervisory Committee Members [Of which Outside Directors]	170 [24]	112 [24]	26 [-]	31 [-]	7 [4]
Directors who are Audit & Supervisory Committee Members [Of which Outside Directors]	39 [39]	39 [39]	- [-]	- [-]	3 [3]
Total [Of which Outside Directors]	209 [63]	152 [63]	26 [-]	31 [-]	10 [7]

Notes:

- The above table includes one Director who retired upon the expiration of term of office at the conclusion of the 50th Annual General Meeting of Shareholders held on March 24, 2025.
- The Company has no Directors who concurrently serve as employees, and does not pay employees remuneration to Directors.
- The amount of remuneration, etc., for Directors who are not Audit & Supervisory Committee Members was resolved at the 48th Annual General Meeting of Shareholders held on March 24, 2023, to be within 400 million yen per year (of which the portion for Outside Directors is within 50 million yen per year. Includes director bonuses but excludes employees remuneration for Directors concurrently serving as employees). The number of Directors who are not Audit & Supervisory Committee Members at the conclusion of the above General Meeting of Shareholders was six (including three Outside Directors). In addition, separate from the above annual remuneration, at the 50th Annual General Meeting of Shareholders held on March 24, 2025, it was resolved to introduce a performance-linked stock compensation plan. Under this plan, the Company contributes funds totaling up to 1,050 million yen to a trust over three fiscal years for Directors who are not Audit & Supervisory Committee Members (excluding Non-executive Directors, Outside Directors, and non-residents in Japan) and Executive Officers (including fellows, excluding secondees and non-residents in Japan), and the Company's shares are granted through this trust. The number of Directors who are not Audit & Supervisory Committee Members at the conclusion of the above General Meeting of Shareholders is six (including two Executive Directors, one Non-executive Director, and three Outside Directors). The amount of remuneration, etc., for Directors who are Audit & Supervisory Committee Members was resolved at the 48th Annual General Meeting of Shareholders held on March 24, 2023, to be within 50 million yen per year. The number of Directors who are Audit & Supervisory Committee Members at the conclusion of the above General Meeting of Shareholders is three.
- The amount of stock compensation reflects the amount recorded as an expense in the fiscal year under review.
- For remuneration, etc. for Directors who are not Audit & Supervisory Committee Members, the Board of Directors has delegated to President and Representative Director Mr. Hirohisa Iwamoto the authority to determine amounts of monthly fixed compensation for individual Directors. The reason for the delegation was that Representative Director was deemed the most suitable person to conduct the evaluation while taking into account the overall performance and other factors of the Company. In determining the delegated matters, the Nomination and Compensation Committee, where independent Outside Directors constitute a majority of its members, conducts prior deliberation. In addition, the Board of Directors has delegated authority to President and Representative Director Mr. Hirohisa Iwamoto, subject to compliance with the results of prior deliberation by the Nomination and Compensation Committee.
Meanwhile, remuneration for Directors who are Audit & Supervisory Committee Members is determined through consultation among those Directors, within the total amount approved at the General Meeting of Shareholders.
- During the fiscal year under review, the total amount of remuneration, etc. received by Outside Directors as officers from the parent company or from subsidiaries of the parent company other than the Company was 15 million yen.

Overview of remuneration system for Directors

The Company resolved at its Board of Directors meeting held on February 12, 2025, to adopt the policy on determining the content of remuneration, etc. for Directors (the “Policy on Determining Remuneration, Etc. for Directors”).

The Policy on Determining Remuneration, Etc. for Directors at the end of the fiscal year under review was established by resolution of the Board of Directors and the content is as follows:

- Basic policy

Remuneration levels

Remuneration levels are set in consideration of the Company’s performance, the responsibilities and roles of its respective Directors, and a wide range of information regarding rates of directors’ remuneration. Furthermore, remuneration is set at levels high enough to attract highly qualified personnel.

Remuneration structure

Remuneration of Executive Directors is comprised of a fixed remuneration and, as incentives for achieving financial targets, an annual bonus linked to consolidated financial results and stock compensation linked to results over the medium to long term.

The remuneration of Directors who do not concomitantly serve as executive officers (regardless of whether or not they are Audit & Supervisory Committee Members) shall consist solely of fixed remuneration since their management supervision roles require a high degree of independence.

The Company has abolished its retirement benefit plan for directors, and, therefore, will not pay such benefits in the future.

Process for determining remuneration amounts

Remuneration for Directors who are not Audit & Supervisory Committee Members is determined by the President and CEO with the approval of the Board of Directors, within the total amount approved at the General Meeting of Shareholders, and after prior deliberation by the Nomination and Remuneration Committee, the majority of whose members are independent outside directors to ensure objectivity and transparency.

The remuneration for Directors who are Audit & Supervisory Committee Members shall be determined through consultation among those Directors, within the total amount approved at the General Meeting of Shareholders.

- Remuneration policy for Directors who are not Audit & Supervisory Committee Members

Based on the above Basic policy, the Board of Directors has established a policy for determining the individual compensation and other benefits of Directors who are not Audit & Supervisory Committee Members by a resolution of the Board of Directors. The details of this policy are as follows:

- a. Policy on determining the amount of fixed remuneration, etc. for each individual Directors (including the policy on determining the timing or conditions for providing remuneration, etc.)

Fixed remuneration for the Company’s Directors who are not Audit & Supervisory Committee Members shall be paid monthly in cash according to their position and role. Twelve months’ worth of monthly fixed remuneration shall be paid annually.

- b. Policy on determining the content and amount or number of performance-linked remuneration and non-monetary remuneration, etc. (including the policy on determining the timing or conditions for providing remuneration)

The Company shall adopt an annual cash bonus and stock compensation linked to results over the medium to long term as performance-linked remuneration for Executive Directors. Annual bonus shall be determined annually by the Board of Directors, including the timing of payment, based on the achievement of performance evaluation indicators, including (a) consolidated operating profit (compared to initial plans and the previous year's results) and profit attributable to owners of parent (compared to initial plans), and (b) ESG-related indicators that the Board of Directors has decided to use as benchmarks, by referencing the ratio to employees' annual bonuses against their monthly salary. The Board of Directors shall decide annually on the bonus amount, including the payment timing.

The weighting for performance evaluation indicators shall be 90% for the indicators listed in (a) and 10% for the indicators listed in (b). Furthermore, the ESG-related indicators in FY2025 for (b) shall be the "engagement score" and the "percentage of female hires" (each weighted at 5%). Unless otherwise changed by the Board of Directors, these indicators shall continue to be the ESG-related indicators for (b).

"Engagement score" and "percentage of female hires" are among the material issues identified by the Company (details are available at the URL below). These metrics evaluate the achievement of the KPIs listed under material issues and assess the attainment level of the indicators listed in (b).

<https://www.dentsusoken.com/sustainability/management/materiality.html>
(in Japanese)

For stock compensation, the Company shall grant its shares, etc. to Directors, etc. (the definition of the term follows that in Proposal 5 of the 50th Annual General Meeting of Shareholders held on March 24, 2025 (the "50th General Meeting of Shareholders"); the same shall apply hereinafter) using a trust established by the Company, in accordance with the point award rules set forth in Proposal 5 of the 50th General Meeting of Shareholders and the stock compensation rules resolved by the Board of Directors, based on the cumulative number of points granted. The payment of stock compensation shall be made at a set time in the year following the final year of the medium-term management plan, except in cases falling under the exceptions stipulated in the stock compensation rules.

(Overview of the point award rules stated in Proposal 5 of the 50th General Meeting of Shareholders)

For each fiscal year during the target period, Directors, etc. are awarded the number of points obtained by dividing the amount of monthly remuneration for each position, calculated based on the reference amount of monthly remuneration for each position, by a certain share price, of which roughly 70% is granted as performance-linked points, with the remaining 30% or so being granted as fixed points.

Performance-linked points are multiplied by a performance-linked coefficient that depends on the level of achievement of performance targets* for the final fiscal year of the target period (for the target period after extension, the fiscal year ending December 31, 2027), varying in a range between 0 and 1.6.

The cumulative number of points is the sum of (1) the total number of fixed points for each fiscal year during the target period and (2) the number of points

calculated by multiplying the total number of performance-linked points for each fiscal year during the target period by a performance-linked coefficient.

In the case of a person who was an eligible person for the System during the entire target period, (1) the total number of fixed points shall be equivalent to 4.8 months of monthly remuneration (equivalent to 1.6 months per fiscal year) and (2) the number of points calculated by multiplying the total number of performance-linked points for each fiscal year during the target period by a performance-linked coefficient shall vary in a range equivalent to 0–19.2 months of monthly remuneration (equivalent to 0–6.4 months per fiscal year).

* As performance measures for the target period concluding in the fiscal year ending December 31, 2027, the Company shall use (a) consolidated net sales, consolidated operating profit, and consolidated ROE, which are the numerical targets set in the new medium-term management plan, and (b) the ESG-related indicators determined by the Board of Directors as indicators for the System. The weighting of performance-linked points shall be determined by the resolution of the Board of Directors, and it is intended that roughly 90% of points will be allocated to the indicators in (a), and around 10% will be allocated to the indicators in (b). For the target period beginning in the fiscal year ending December 31, 2028, indicators will be determined separately by the Board of Directors, based on the medium-term management plan being implemented at the time, material issues (materiality), and other factors.

- c. Policy on determining the ratio of monthly fixed remuneration, performance-linked remuneration, non-monetary remuneration, etc.

When the upper limit of performance metrics is achieved for both annual bonus and stock compensation, the composition ratio for fixed remuneration, annual bonus, and medium-to-long-term performance-linked stock compensation shall be approximately 45%:30%:25%.

- d. Matters concerning the determination of the content of remuneration, etc. for individual Directors

For remuneration for Directors who are not Audit & Supervisory Committee Members, amounts of monthly fixed compensation for individual Directors shall be determined annually by the President and Representative Director, who is delegated authority by a resolution of the Board of Directors, following prior deliberation by the Nomination and Remuneration Committee established by a resolution of the Board of Directors.

Among the remuneration for Directors who are not Audit & Supervisory Committee Members, annual bonus shall be determined by a resolution of the Board of Directors following prior deliberation by the Nomination and Remuneration Committee.

Among the remuneration for Directors who are not Audit & Supervisory Committee Members, stock compensation shall be determined in accordance with the provisions of the stock compensation rules resolved by the Board of Directors.

- Remuneration policy for Directors who are Audit & Supervisory Committee Members

The content of remuneration policy for Directors who are Audit & Supervisory Committee Members is as follows:

The remuneration for Non-executive Directors who are Audit & Supervisory Committee Members shall consist solely of fixed remuneration since their management supervision roles require a high degree of independence. The remuneration for Directors who are Audit & Supervisory Committee Members shall

be determined through consultation among those Directors, within the total amount approved at the General Meeting of Shareholders.

The Board of Directors has determined that the remuneration amounts paid to individual Directors during the fiscal year under review are consistent with the above policy, as they were determined based on rules established by resolution of the Board of Directors and the above policy.

- Performance-linked remuneration (annual bonus)

Considering factors such as motivation toward achieving the medium-term management plan, we adopted (a) a 90% weighting for the evaluation indicators of consolidated operating profit (compared to initial plans and the previous year's results) and profit attributable to owners of parent (compared to initial plan), and (b) a 10% weighting for the ESG-related indicators (comprising engagement score at 5% and percentage of female hires at 5%) determined by the Board of Directors as indicators.

For the actual results for the indicators listed in (a), please refer to “1. (1) Progress and results of our business.” The actual results for the indicators listed in (b) are as follows. For the calculation method of performance-linked remuneration for the fiscal year under review, please refer to “Remuneration policy for Directors who are not Audit & Supervisory Committee Members” and the table below.

Indicators	Evaluation Weight (%)	Fluctuation range in number of months paid during the fiscal year under review (months) (Note)
Indicator listed in (a): 90% weighting		
Consolidated operating profit (1) (compared to initial plans)	40	0~3.6
Consolidated operating profit (2) (compared to the previous year's results)	40	0~3.6
Profit attributable to owners of parent (compared to initial plans)	10	0~0.9
Indicator listed in (b): 10% weighting		
Engagement score	5	0~0.9
Percentage of female hires	5	0~0.9
Total	100	0~9

Note:

In determining the number of months paid, the fluctuation range varies by fiscal year because it references the ratio of employees' annual bonuses against their monthly salary.

The engagement score was measured using the survey “Great Place To Work” provided by Great Place To Work® Institute Japan. We had set a target for FY2025 of establishing an upper limit on the number of months paid when the survey score reached 70% or higher. The score for FY2025 exceeded this target.

For the percentage of female hires, we had set a target for FY2025 of establishing an upper limit on the number of months paid when the percentage of hires, including both new graduates and mid-career hires, reached 30% or higher. The score for FY2025 was 32.7%, exceeding this target.

- Stock compensation

For details of the conditions for paying stock compensation during the fiscal year under review, please refer to “Remuneration policy for Directors who are not Audit

& Supervisory Committee Members.” For the stock compensation granted during the fiscal year under review, please refer to “2. (1) (v) Shares granted to the Company’s officers as compensation for the execution of their duties during the fiscal year under review.”

At the Board of Directors meeting held on February 12, 2026, the Company resolved to revise the Policy on Determining Remuneration, Etc. for Directors. At the Board of Directors meeting held on February 2, 2026, a resolution was passed to revise the bonus payment standards for Executive Directors for FY2026 and beyond (the “Bonus Standard Revision”). Accordingly, the “Remuneration policy for Directors who are not Audit & Supervisory Committee Members” within the Policy on Determining Remuneration, Etc. for Directors has been revised to reflect the Bonus Standard Revision. The “Basic policy” and “Remuneration policy for Directors who are Audit & Supervisory Committee Members” sections within the Policy on Determining Remuneration, Etc. for Directors have not been revised.

- Basic policy

This is consistent with the “Basic policy” in the Policy on Determining Remuneration, Etc. for Directors at the end of the fiscal year under review, as previously stated.

- Remuneration policy for Directors who are not Audit & Supervisory Committee Members

Based on the above Basic policy, the Board of Directors has established a policy for determining the individual compensation and other benefits of Directors who are not Audit & Supervisory Committee Members by a resolution of the Board of Directors. The details of this policy are as follows:

- a. Policy on determining the amount of fixed remuneration, etc. for each individual Directors (including the policy on determining the timing or conditions for providing remuneration, etc.)

Fixed remuneration for the Company’s Directors who are not Audit & Supervisory Committee Members shall be paid monthly in cash according to their position and role. Twelve months’ worth of monthly fixed remuneration shall be paid annually.

- b. Policy on determining the content and amount or number of performance-linked remuneration and non-monetary remuneration, etc. (including the policy on determining the timing or conditions for providing remuneration)

The Company shall adopt an annual cash bonus and stock compensation linked to results over the medium to long term as performance-linked remuneration for Executive Directors.

Annual bonus shall be determined annually by the Board of Directors, including the timing of payment, based on performance evaluation indicators, including (a) consolidated operating profit (compared to initial plans (budget figures) and the previous year’s results) and (b) ESG-related indicators determined by the Board of Directors as indicators.

The Board of Directors has designated the “engagement score” and the “percentage of female hires” as ESG-related indicators. The engagement score and the percentage of female hires are among the material issues (materiality) identified by the Company (details are available at the URL below). The achievement of KPIs listed under material issues (materiality) shall be evaluated to assess the degree of achievement of the indicators.

<https://www.dentsusoken.com/sustainability/management/materiality.html>
(in Japanese)

Stock compensation is as described in the aforementioned Policy on Determining Remuneration, Etc. for Directors at the end of the fiscal year under review.

- c. Policy on determining the ratio of monthly fixed remuneration, performance-linked remuneration, non-monetary remuneration, etc.

If the upper targets for performance indicators are achieved for both annual bonus and stock compensation, the approximate ratio of the remuneration structure will be: fixed remuneration 40%, annual bonus 40%, and medium- to long-term performance-linked stock compensation 20%.

<Details of remuneration structure>

(In the case where the upper targets for performance indicators are achieved)

Remuneration	Indicator	Composition ratio (%)	Evaluation criteria and purpose of performance-linked remuneration
Fixed remuneration	— (Set according to position and role)	40	—
Annual bonus	Compared to the previous year's performance	15	Expansion of business revenue
	ESG-related indicators	2.5	Promotion of sustainability
	Compared to the initial plan (budget value)	22.5	Expansion of business revenue and achievement of strategic goals
	Subtotal	40	
Stock compensation	Fixed portion	4	
	Performance-linked portion (Refer to the financial indicators outlined in the medium-term business plan)	14	• Sharing of profits with shareholders • Enhancement of corporate value in the medium to long term
	Performance-linked portion (Refer to ESG-related indicators)	2	
	Subtotal	20	

- d. Matters concerning the determination of the content of remuneration, etc. for individual Directors

For remuneration for Directors who are not Audit & Supervisory Committee Members, amounts of monthly fixed compensation for individual Directors shall be determined annually by the President and Representative Director, who is delegated authority by a resolution of the Board of Directors, based on the results of prior deliberation by the Nomination and Remuneration Committee established by a resolution of the Board of Directors.

Among the remuneration for Directors who are not Audit & Supervisory Committee Members, annual bonus shall be determined by a resolution of the Board of Directors following prior deliberation by the Nomination and Remuneration Committee.

Among the remuneration for Directors who are not Audit & Supervisory Committee Members, stock compensation shall be determined in accordance with the provisions of the stock compensation rules resolved by the Board of Directors.

- Remuneration policy for Directors who are Audit & Supervisory Committee Members

This is consistent with the “Remuneration policy for Directors who are Audit & Supervisory Committee Members” in the Policy on Determining Remuneration, Etc. for Directors at the end of the fiscal year under review, as previously stated.

(v) Outside officers

a. Major activities during the fiscal year under review

Positions	Name	Overview of duties and activities performed regarding the expected roles of outside Directors
Director	Mio Takaoka	She attended all 12 of the Board of Directors meetings held during the fiscal year under review. She has been involved mainly in M&A and strategic investment at financial institutions, and has strong insight and extensive practical experience in financial and capital policy. Furthermore, as the director in charge of administration at other operating companies, she has contributed to financial results and enhanced corporate value. Also, she has experience in performing the role of Outside Officer at other listed companies. Based on this background, she has been fulfilling her role appropriately, including making remarks necessary for deliberations on proposals, etc. as needed. She also attended all six meetings of the Nomination and Remuneration Committee held during the fiscal year under review as its chairperson since March 2025. She is responsible for oversight functions in the selection of the Company's officer candidates and the process for determining officer remuneration, etc. from an objective and neutral standpoint.
Director	Tomoko Wada	She attended all 12 of the Board of Directors meetings held during the fiscal year under review. She has a high level of knowledge and a wealth of practical experience in finance and taxation, having been involved in corporate finance and international operations at financial institutions in Japan and subsequently having been involved in international taxation as a partner of a tax corporation. Based on this background, she has been fulfilling her role appropriately, including making remarks necessary for deliberations on proposals, etc. as needed.
Director	Reiko Yasue	She attended all nine of the Board of Directors meetings held during the fiscal year under review following her appointment. In addition to her experience serving as President and Representative Director at a domestic IT company, she has extensive practical experience in international business, as well as experience as an outside director of other listed companies. Based on this background, she has been fulfilling her role appropriately, including making remarks necessary for deliberations on proposals, etc. as needed.

Positions	Name	Overview of duties and activities performed regarding the expected roles of outside Directors
Director (Full-time Audit & Supervisory Committee Member)	Atsuhiko Sekiguchi	He attended all 12 of the Board of Directors meetings held during the fiscal year under review. He has been fulfilling his role appropriately, including posing questions as needed, expressing his opinions, and making remarks necessary for deliberations on proposals. He also attended all 12 meetings of the Audit & Supervisory Committee held during the fiscal year under review. He engages in matters such as exchanging opinions on audit findings and discussing important audit-related matters.
Director (Audit & Supervisory Committee Member)	Yukari Murayama	She attended all 12 of the Board of Directors meetings held during the fiscal year under review. She has extensive specialist knowledge as an attorney at law and has practical experience in corporate 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. Based on this background, she has been fulfilling her role appropriately, including making remarks necessary for deliberations on proposals, etc. as needed. She also attended all six meetings of the Nomination and Remuneration Committee held during the fiscal year under review as its member. She is responsible for oversight functions in the selection of the Company's officer candidates and the process for determining officer remuneration, etc. from an objective and neutral standpoint. She attended all 12 meetings of the Audit & Supervisory Committee held during the fiscal year under review. She engages in matters such as exchanging opinions on audit findings and discussing important audit-related matters.
Director (Audit & Supervisory Committee Member)	Masahiko Sasamura	He attended all 12 of the Board of Directors meetings held during the fiscal year under review. He has been fulfilling his role appropriately, including posing questions as needed, expressing his opinions, and making remarks necessary for deliberations on proposals. He also attended all 12 meetings of the Audit & Supervisory Committee held during the fiscal year under review. He engages in matters such as exchanging opinions on audit findings and discussing important audit-related matters.

Note:

The number of Board of Directors meetings attended by Ms. Reiko Yasue reflects her attendance since her appointment as a Director on March 24, 2025.

- b. Relatives of the person who executes operations or officers (excluding those who are the person executing operations) of the Company or the Company's specified affiliated business operators

Not applicable.

- c. Opinions on information regarding Outside Directors

There is no particular opinion from outside officers regarding the above information.

(5) Accounting Auditor

(i) Name KPMG AZSA LLC

(ii) Amount of remuneration, etc.

	Payment amount
Amount of remuneration, etc. for the Accounting Auditor for the fiscal year under review	63 million yen
Total money and other economic benefits to be paid to the Accounting Auditor by the Company and its subsidiaries	63 million yen

Notes:

1. In its audit agreement with the Accounting Auditor, the Company makes no clear distinction between the remuneration, etc. that it pays for auditing services governed by the Companies Act and for auditing services governed by the Financial Instruments and Exchange Act, and it is not practically possible to distinguish them. Consequently, the amount of remuneration, etc. for the Accounting Auditor for the fiscal year under review, is a sum of these two amounts.
2. Having performed the verifications on the historical trends in remuneration amounts, the actual hours spent on audits, the unit cost of remuneration, and the remuneration levels of other firms in the same industry as published in the “Survey on Audit Implementation Status” announced by the Japanese Institute of Certified Public Accountants, in light of the “Practical Guidelines for Audit & Supervisory Board Members, etc. Concerning Formulation of Evaluation and Selection Criteria for Accounting Auditor” announced by the Japan Audit & Supervisory Board Members Association, based on information collected from the Accounting Auditor and relevant departments within the company, etc., the Audit & Supervisory Committee has consented to the amount of remuneration, etc. for the Accounting Auditor as prescribed in Article 399, paragraphs (1) and (3) of the Companies Act.
3. Among significant subsidiaries, overseas subsidiaries are audited by audit firms other than the Company’s Accounting Auditor.

(iii) Description of non-auditing services

Not applicable.

(iv) Policy on decision for dismissal or non-reappointment of Accounting Auditor

The Audit & Supervisory Committee will dismiss the Accounting Auditor if it judges that any of the items stipulated in Article 340, paragraph (1) of the Companies Act is applicable to the Accounting Auditor and dismissal is deemed appropriate, based on the consent of all Audit and Supervisory Committee Members. In this case, an Audit & Supervisory Committee Member appointed by the Audit & Supervisory Committee will report the fact of dismissal and the reasons thereof at the first General Meeting of Shareholders convened after the dismissal.

In addition to the above cases, the Audit & Supervisory Committee will determine the content of proposals submitted to the General Meeting of Shareholders regarding dismissal or non-reappointment, taking into consideration matters such as the performance of the Accounting Auditor’s duties, the audit system, independence, and the suitability as the DENTSU SOKEN Group’s Accounting Auditor.

(v) Overview of limited liability agreements

Not applicable.

(6) Systems to secure the properness of business activities and the status of implementation of the systems

This information is posted on the website designated by the Company as stated in the Notice of the 51st Annual General Meeting of Shareholders.

(7) Policy on dividends and other appropriation of surplus

The DENTSU SOKEN Group's basic policy is to maintain an appropriate level of steady dividends, while retaining sufficient internal reserves to ensure sustained growth. Under this basic policy, we will strengthen shareholder returns through earnings growth and an improved dividend payout ratio. We have set the target consolidated dividend payout ratio of 50% for the fiscal year ending December 31, 2027.

Note:

Amounts shown in this business report are rounded down to the unit used for presentation.

Consolidated Balance Sheets

(As of December 31, 2025)

(Millions of yen)

Account items	Amount	Account items	Amount
Assets		Liabilities	
Current assets	136,923	Current liabilities	60,949
Cash and deposits	8,363	Notes and accounts payable - trade	19,922
Notes and accounts receivable - trade, and contract assets	37,791	Lease liabilities	804
Merchandise and finished goods	50	Accrued expenses	6,877
Raw materials and supplies	27	Income taxes payable	5,012
Advance payments to suppliers	26,508	Contract liabilities	19,939
Deposits paid	61,863	Provision for loss on orders received	6
Other	2,319	Provision for share awards	5
Non-current assets	28,131	Other	8,380
Property, plant and equipment	4,094	Non-current liabilities	3,947
Buildings	1,105	Lease liabilities	1,415
Vehicles	17	Retirement benefit liability	123
Tools, furniture and fixtures	528	Asset retirement obligations	947
Land	524	Provision for share awards	142
Leased assets	1,888	Other	1,317
Construction in progress	29	Total liabilities	64,896
Intangible assets	13,604	Net assets	
Software	5,624	Shareholders' equity	98,683
Goodwill	4,896	Share capital	8,180
Leased assets	308	Capital surplus	15,270
Customer-related intangible assets	2,770	Retained earnings	75,925
Other	5	Treasury shares	(693)
Investments and other assets	10,432	Accumulated other comprehensive income	1,475
Investment securities	3,650	Valuation difference on available-for-sale securities	327
Deferred tax assets	2,788	Foreign currency translation adjustment	1,148
Leasehold and guarantee deposits	3,799		
Other	194		
Allowance for doubtful accounts	(1)	Total net assets	100,159
Total assets	165,055	Total liabilities and net assets	165,055

Consolidated Statements of Income

(From January 1, 2025 to December 31, 2025)

(Millions of yen)

Account items	Amount	
Net sales		164,865
Cost of sales		104,489
Gross profit		60,376
Selling, general and administrative expenses		37,487
Operating profit		22,888
Non-operating income		
Interest and dividend income	478	
Share of profit of entities accounted for using equity method	99	
Foreign exchange gains	20	
Dividend income of insurance	22	
Subsidy income	36	
Gain on investments in investment partnerships	15	
Miscellaneous income	109	783
Non-operating expenses		
Interest expenses	40	
Miscellaneous losses	12	53
Ordinary profit		23,618
Extraordinary losses		
Loss on termination of retirement benefit plan	14	14
Profit before income taxes		23,604
Income taxes - current	7,573	
Income taxes - deferred	(333)	7,239
Profit		16,365
Profit attributable to owners of parent		16,365

Non-consolidated Balance Sheets

(As of December 31, 2025)

(Millions of yen)

Account items	Amount	Account items	Amount
Assets		Liabilities	
Current assets	123,305	Current liabilities	58,591
Cash and deposits	2,157	Accounts payable - trade	19,744
Notes and accounts receivable - trade, and contract assets	32,910	Lease liabilities	398
Merchandise and finished goods	29	Accounts payable - other	2,951
Raw materials and supplies	23	Accrued expenses	5,201
Advance payments to suppliers	24,120	Income taxes payable	4,216
Current portion of long-term loans receivable from subsidiaries and associates	326	Accrued consumption taxes	2,590
Deposits paid	61,863	Contract liabilities	17,885
Other	1,902	Deposits received	5,590
Allowance for doubtful accounts	(27)	Provision for loss on orders received	6
Non-current assets	28,051	Provision for share awards	5
Property, plant and equipment	1,952	Non-current liabilities	1,925
Buildings	590	Lease liabilities	588
Tools, furniture and fixtures	358	Asset retirement obligations	782
Leased assets	981	Long-term accounts payable - other	66
Construction in progress	21	Guarantee deposits received	320
Intangible assets	5,313	Provision for share awards	142
Software	5,310	Other	23
Telephone subscription right	2	Total liabilities	60,516
Investments and other assets	20,785	Net assets	
Investment securities	1,773	Shareholders' equity	90,512
Shares of subsidiaries and associates	12,572	Share capital	8,180
Investments in capital of subsidiaries and associates	168	Capital surplus	15,286
Long-term loans receivable from subsidiaries and associates	1,602	Legal capital surplus	15,285
Deferred tax assets	2,153	Other capital surplus	0
Leasehold and guarantee deposits	3,371	Retained earnings	67,738
Other	147	Legal retained earnings	160
Allowance for doubtful accounts	(1,004)	Other retained earnings	67,577
		General reserve	6,200
		Retained earnings brought forward	61,377
		Treasury shares	(693)
		Valuation and translation adjustments	327
		Valuation difference on available-for-sale securities	327
		Total net assets	90,840
Total assets	151,356	Total liabilities and net assets	151,356

Non-consolidated Statements of Income

(From January 1, 2025 to December 31, 2025)

(Millions of yen)

Account items	Amount	
Net sales		140,912
Cost of sales		90,997
Gross profit		49,914
Selling, general and administrative expenses		30,362
Operating profit		19,552
Non-operating income		
Interest and dividend income	2,417	
Foreign exchange gains	80	
Office operations contract income	194	
Gain on investments in investment partnerships	15	
Miscellaneous income	86	2,794
Non-operating expenses		
Interest expenses	45	
Provision of allowance for doubtful accounts	31	
Miscellaneous losses	9	85
Ordinary profit		22,261
Extraordinary losses		
Loss on valuation of shares of subsidiaries and associates	489	489
Profit before income taxes		21,772
Income taxes - current	6,316	
Income taxes - deferred	(210)	6,106
Profit		15,665

Independent Auditors' Report (Translation)

February 6, 2026

To the Board of Directors of DENTSU SOKEN INC.:

KPMG AZSA LLC
Tokyo Office

Takeshi Nakatani
Designated and Engagement
Partner
Certified Public Accountant

Tomokazu Kayama
Designated and Engagement
Partner
Certified Public Accountant

Audit Opinion

We have audited the consolidated financial statements, comprising the consolidated balance sheet, the consolidated statement of income, the consolidated statement of changes in equity and the related notes of DENTSU SOKEN INC. (the "Company") as at December 31, 2025, and for the year from January 1, 2025, to December 31, 2025, in accordance with Article 444-4 of the Companies Act.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position and results of operations of the DENTSU SOKEN Group, which consisted of DENTSU SOKEN INC. and its consolidated subsidiaries, as of the date and for the period for which the consolidated financial statements were prepared in accordance with accounting principles generally accepted in Japan.

Basis for Audit Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company and its consolidated subsidiaries in accordance with the provisions related to professional ethics in Japan (including the provisions applicable to audits of financial statements of public interest entities), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Other information is the Business Report and its supplementary schedules. Management is responsible for the preparation and disclosure of the other information. The Audit & Supervisory Committee is responsible for overseeing the Directors' performance of duties within the maintenance and operation of the reporting process for other information.

The scope of our audit opinion on the consolidated financial statements does not cover the other information, and we do not express an opinion on the other information.

Our responsibility in the audit of the consolidated financial statements is to read the other information and, in the course of reading, to consider whether there are material inconsistencies between the other information and the consolidated financial statements or our knowledge obtained in the course of the audit, and to pay attention to whether there are

any indications of material misstatements in the other information other than such material inconsistencies.

If, based on the work we have performed, we conclude that a material misstatement exists in other information, we are required to report that fact.

We have nothing to report with respect to the other information.

Responsibilities of Management and the Audit & Supervisory Committee for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in Japan; this includes the maintenance and operation of such internal control as management determines is necessary to enable the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing whether it is appropriate to prepare the consolidated financial statements with the assumption of the entity's ability to continue as a going concern and disclosing matters related to going concern as applicable in accordance with accounting principles generally accepted in Japan.

The Audit & Supervisory Committee is responsible for overseeing the Directors' performance of duties within the maintenance and operation of the financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our responsibilities are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion on the consolidated financial statements based on our audit from an independent point of view. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate they could reasonably be expected to influence the decisions of users taken on the basis of the consolidated financial statements.

In accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Selecting audit procedures to be applied is at the discretion of the auditor. In addition, we obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- Consider, in making those risk assessments, internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, while the purpose of the audit of the consolidated financial statements is not expressing an opinion on the effectiveness of the internal control.
- Evaluate the appropriateness of accounting policies used by management and their method of application, as well as the reasonableness of accounting estimates by management and related notes thereto.
- Conclude on the appropriateness of management's use of the going concern basis for preparing the consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern. If we conclude that a material uncertainty on the entity's ability to continue as a going concern exists, we are required to draw attention in our auditor's report to the related notes to the consolidated financial statements or, if the notes to the consolidated financial statements

on material uncertainty are inadequate, to express a qualified opinion with exceptions on the consolidated financial statements. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the entity to cease to continue as a going concern.

- Evaluate whether the presentation of the consolidated financial statements and the notes thereto are in accordance with accounting principles generally accepted in Japan, as well as evaluate the overall presentation, structure and content of the consolidated financial statements, including the related notes thereto, and whether the consolidated financial statements fairly represent the underlying transactions and accounting events.
- Plan and perform audit of the consolidated financial statements to obtain sufficient and appropriate audit evidence regarding the financial information of the Company and its consolidated subsidiaries to provide a basis for our opinion on the consolidated financial statements. We are responsible for the direction, supervision and inspection of the audit of the consolidated financial statements. We remain solely responsible for our audit opinion.

We communicate with the Audit & Supervisory Committee regarding the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit, and other matters required by auditing standards.

We also provide the Audit and Supervisory Committee with a statement that we have complied with the provisions related to professional ethics in Japan regarding independence, and communicate with it all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, convey details of any measures taken in order to eliminate obstruction factors or any safeguards applied in order to reduce obstruction factors to an acceptable level.

Interest

Our firm and the designated engagement partners have no interest in the Company and its consolidated subsidiaries which should be disclosed in accordance with the Certified Public Accountants Act.

Independent Auditors' Report (Translation)

February 6, 2026

To the Board of Directors of DENTSU SOKEN INC.:

KPMG AZSA LLC

Tokyo Office

Takeshi Nakatani

Designated and Engagement

Partner

Certified Public Accountant

Tomokazu Kayama

Designated and Engagement

Partner

Certified Public Accountant

Audit Opinion

We have audited the non-consolidated financial statements, comprising the non-consolidated balance sheet, the non-consolidated statement of income, the non-consolidated statement of changes in equity, the related notes, and its supplementary schedules of DENTSU SOKEN INC. (the "Company") for the 51st fiscal year from January 1, 2025, to December 31, 2025 (the "non-consolidated financial statements, etc."), in accordance with Article 436, paragraph 2 (1) of the Companies Act.

In our opinion, the non-consolidated financial statements, etc. referred to above present fairly, in all material respects, the financial position and the results of operations as of the date and for the period for which the non-consolidated financial statements, etc. were prepared in accordance with accounting principles generally accepted in Japan.

Basis for Audit Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Non-consolidated Financial Statements, Etc. section of our report. We are independent of the Company in accordance with the provisions related to professional ethics in Japan (including the provisions applicable to audits of financial statements of public interest entities), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Other information is the Business Report and its supplementary schedules. Management is responsible for the preparation and disclosure of the other information. The Audit & Supervisory Committee is responsible for overseeing the Directors' performance of duties within the maintenance and operation of the reporting process for other information.

The scope of our audit opinion on the non-consolidated financial statements, etc. does not cover the other information, and we do not express an opinion on the other information.

Our responsibility in the audit of the non-consolidated financial statements, etc. is to read the other information and, in the course of reading, to consider whether there are material inconsistencies between the other information and the non-consolidated financial statements, etc. or our knowledge obtained in the course of the audit, and to pay attention to whether there

are any indications of material misstatements in the other information other than such material inconsistencies.

If, based on the work we have performed, we conclude that a material misstatement exists in other information, we are required to report that fact.

We have nothing to report with respect to the other information.

Responsibilities of Management and the Audit & Supervisory Committee for the Non-consolidated Financial Statements, Etc.

Management is responsible for the preparation and fair presentation of the non-consolidated financial statements, etc. in accordance with accounting principles generally accepted in Japan; this includes the maintenance and operation of such internal control as management determines is necessary to enable the preparation and fair presentation of non-consolidated financial statements, etc. that are free from material misstatement, whether due to fraud or error.

In preparing the non-consolidated financial statements, etc., management is responsible for assessing whether it is appropriate to prepare the non-consolidated financial statements, etc. with the assumption of the entity's ability to continue as a going concern and disclosing matters related to going concern as applicable in accordance with accounting principles generally accepted in Japan.

The Audit & Supervisory Committee is responsible for overseeing the Directors' performance of duties within the maintenance and operation of the financial reporting process.

Auditor's Responsibilities for the Audit of the Non-consolidated Financial Statements, Etc.

Our responsibilities are to obtain reasonable assurance about whether the non-consolidated financial statements, etc. as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion on the non-consolidated financial statements, etc. based on our audit from an independent point of view. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate they could reasonably be expected to influence the decisions of users taken on the basis of the non-consolidated financial statements, etc.

In accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Selecting audit procedures to be applied is at the discretion of the auditor. In addition, we obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- Consider, in making those risk assessments, internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, while the purpose of the audit of the non-consolidated financial statements, etc. is not expressing an opinion on the effectiveness of the internal control.
- Evaluate the appropriateness of accounting policies used by management and their method of application, as well as the reasonableness of accounting estimates by management and related notes thereto.
- Conclude on the appropriateness of management's use of the going concern basis for preparing the non-consolidated financial statements, etc. and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern. If we conclude that a material uncertainty on the entity's ability to continue as a going concern exists, we are required to draw attention in our auditor's report to the related notes to the non-consolidated financial statements, etc. or, if the notes to the non-consolidated

financial statements, etc. on material uncertainty are inadequate, to express a qualified opinion with exceptions on the non-consolidated financial statements, etc. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the entity to cease to continue as a going concern.

- Evaluate whether the presentation of the non-consolidated financial statements, etc. and the notes thereto are in accordance with accounting principles generally accepted in Japan, as well as evaluate the overall presentation, structure and content of the non-consolidated financial statements, etc. including the related notes thereto, and whether the non-consolidated financial statements, etc., fairly represent the underlying transactions and accounting events.

We communicate with the Audit & Supervisory Committee regarding the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit, and other matters required by auditing standards.

We also provide the Audit and Supervisory Committee with a statement that we have complied with the provisions related to professional ethics in Japan regarding independence, and communicate with it all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, convey details of any measures taken in order to eliminate obstruction factors or any safeguards applied in order to reduce obstruction factors to an acceptable level.

Interest

Our firm and the designated engagement partners have no interest in the Company which should be disclosed in accordance with the Certified Public Accountants Act.

Audit Report

The Audit & Supervisory Committee of DENTSU SOKEN INC. (the “Company”) has audited the performance of duties by Directors of the Company during the 51st fiscal term from January 1, 2025 to December 31, 2025. We report the methods and results of the audit as follows.

1. Method and contents of audits

The Audit & Supervisory Committee determined the audit policies, division of duties, etc., received reports from each Audit & Supervisory Committee Member regarding the implementation status and results of their audits, in addition to which it received reports from Directors, etc. and the Accounting Auditor regarding the status of the performance of their duties, and requested explanations as necessary.

Each Audit & Supervisory Committee Member, in accordance with the Audit & Supervisory Committee Auditing Standards established by the Audit & Supervisory Committee and subject to the FY2025 Audit & Supervisory Committee Audit Plan resolved by the Audit & Supervisory Committee, communicated with the Directors, the Internal Auditing Division, and other employees, etc., made efforts to collect information and develop the auditing environment, and audited the execution of duties by Directors and other officers to ensure compliance with laws and regulations and sound management practices.

(1) Methods and results of the audit of the business report, etc.

We attended meetings of the Board of Directors and other important meetings, received reports from Directors, employees, etc. regarding the status of the performance of their duties, requested explanations as necessary, viewed important approved documents, etc., received regular reports from the internal audit department and legal department, and inspected the status of the Company’s operations and assets at the head office and main business locations. Additionally, in regard to subsidiaries, we communicated and exchanged information with directors, audit & supervisory board members, etc. of subsidiaries and received reports on business from subsidiaries as necessary.

For the internal control system, in regard to the contents of resolutions of the Board of Directors regarding the development of systems to ensure that the performance of duties by Directors complies with laws, regulations and the Article of Incorporation and other systems provided for in Regulations for Enforcement of the Companies Act as systems necessary to ensure the appropriateness of operations of the corporate group comprised of the Company and its subsidiaries, as well as the systems developed pursuant to those resolutions (i.e. internal control systems) stated in the Business Report, we periodically received reports from Directors, employees, etc. regarding the status of the establishment and operation of those systems and requested explanations as necessary, and expressed our opinions in regard thereto, based on the “Implementation Standards on Audit of Internal Control Systems” established by the Audit & Supervisory Committee and the “Internal Control Establishment and Operation Status Checklist” prepared in accordance with these implementation standards. In regard to the internal control over financial reporting, we received reports from Directors, etc. and Accounting Auditor regarding the evaluation of said internal control and the status of audits and requested explanations as necessary.

In regard to Directors’ competitive transactions, conflicts of interest between Directors and the Company, gratuitous benefits provided by the Company, unusual transactions with subsidiaries or shareholders, and the acquisition and disposal, etc. of treasury shares, in addition to the methods described above, we requested Directors to submit a “Confirmation of Director’s Duties Performance Status,” conducted investigations.

In regard to transactions with parent companies, etc. stated in the business report, we reviewed the content of transactions based on the deliberations at the Board of Directors meetings and other meetings, etc.

- (2) Methods and results of the audit of the non-consolidated financial Statements and its supplementary schedules, and the consolidated financial statements

We oversaw and verified whether the Accounting Auditor maintained an independent position and conducted an appropriate audit, received reports from the Accounting Auditor on the status of the performance of its duties, and requested explanations as necessary. Additionally, we received notification from the Accounting Auditor that, in accordance with the “Quality Control Standards for Audits” (Business Accounting Council), etc., it had appropriately established the matters stated in the Regulations for Corporate Accounting as a system to ensure that its duties are appropriately performed and requested explanations as necessary.

Using the methods above, we examined the Business Report, the supplementary schedules thereto, the non-consolidated financial statements (i.e., the non-consolidated balance sheet, non-consolidated statement of income, non-consolidated statement of changes in equity, and notes to non-consolidated financial statements), the supplementary schedules to the non-consolidated financial statements, and the consolidated financial statements (i.e., the consolidated balance sheet, consolidated statement of income, consolidated statement of changes in equity, and notes to consolidated financial statements) for the fiscal year under review, and examined the methods and results of the audit conducted by the Accounting Auditor.

2. Results of audit

- (1) Results of audit of the Business Report, etc.

- (i) We find that the Business Report and the supplementary schedules thereto accurately present the status of the Company in accordance with laws, regulations, and the Articles of Incorporation.
- (ii) We do not find any misconduct nor any material fact constituting a violation of any law, regulation, or the Articles of Incorporation in relation to the performance of duties by Directors, including duties concerning subsidiaries, etc.
- (iii) We find the content of the resolutions of the Board of Directors regarding internal control systems to be reasonable. Additionally, we do not find any matters that should be commented upon in regard to the statements in the Business Report or the performance of duties by Directors relating to the internal control systems, including internal control systems over financial reporting.

In regard to internal controls on financial reporting, we have received reports from Directors and the Accounting Auditor, KPMG AZSA LLC, that there are no significant deficiencies that should be disclosed as of the date of this audit report.

- (iv) In regard to transactions with parent companies, etc. stated in the Business Report, we do not find any matters that should be commented upon in regard to the matters given due consideration so that the interests of the Company are not harmed when engaging in such transactions, the judgment of the Board of Directors regarding whether or not such transactions harm the interests of the Company, and the reasons for that judgment.
- (2) Results of audit of the non-consolidated financial Statements and its supplementary schedules, and the consolidated financial statements

We find the methods and results of the audit by the Accounting Auditor, KPMG AZSA LLC, to be reasonable.

February 9, 2026

The Audit & Supervisory
Committee of DENTSU SOKEN
INC.

Atsuhiko Sekiguchi,
Full-time Audit & Supervisory
Committee Member (Outside
Audit & Supervisory Committee
Member)

Yukari Murayama,
Audit & Supervisory Committee
Member (Outside Audit &
Supervisory Committee Member)

Masahiko Sasamura,
Audit & Supervisory Committee
Member (Outside Audit &
Supervisory Committee Member)