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(Securities code: 4324)

March 30, 2016

Our Shareholders

1-8-1, Higashi-shimbashi, Minato-ku, Tokyo

Dentsu Inc.

Tadashi Ishii, President & CEO

Resolutions of the 167th Ordinary General Meeting of Shareholders

We hereby announce that the following matters were reported and resolved at the 167th Ordinary General Meeting of Shareholders held today.

Matters Reported

1. Business report for the 167th business term (April 1, 2015 to December 31, 2015), consolidated financial statements, and audit reports on consolidated financial statements by the Accounting Auditor and Audit & Supervisory Board

The contents of the above business report, consolidated financial statements and audit reports thereon were reported.

2. Report on financial statements for the 167th business term (April 1, 2015 to December 31, 2015)

The contents of the above financial statements were reported.

Proposals Resolved

Proposal 1 Distribution of Earnings

The proposal was approved and resolved as originally proposed, and the year-end dividend was decided to be 40 yen per share.

Proposal 2 Partial Amendments to the Articles of Incorporation

The proposal was approved and resolved as originally proposed.

Proposal 3 Appointment of 5 Directors who are not Audit and Supervisory Committee Members

As originally proposed, the following candidates were appointed and took up positions as Directors who are not Audit and Supervisory Committee Members.

Director	Tadashi Ishii
Director	Shoichi Nakamoto
Director	Yoshio Takada
Director	Timothy Andree
Director	Kunihiro Matsushima

Proposal 4 Appointment of 4 Directors who are Audit and Supervisory Committee Members

As originally proposed, the following candidates were appointed and took up positions as Directors who are Audit and Supervisory Committee Members.

Director	Kenichi Kato
*Director	Atsuko Toyama
*Director	Toshiaki Hasegawa
*Director	Kentaro Koga

(Note) Ms. Atsuko Toyama and Messrs. Toshiaki Hasegawa and Kentaro Koga, indicated by an asterisk (*), are Outside Directors pursuant to Article 2 item 15 of the Companies Act.

Additionally, the Company formulated “Independence Standards for Outside Directors” in November 2015.

Proposal 5 Determination of Remuneration for Directors who are not Audit and Supervisory Committee Members

The proposal was approved and resolved as originally proposed, and the upper limit for remuneration for Directors who are not Audit and Supervisory Committee Members was set to 1.2 billion yen in total per annum

Proposal 6 Determination of Remuneration for Directors who are Audit and Supervisory Committee Members

The proposal was approved and resolved as originally proposed, and the upper limit for remuneration for Directors who are Audit and Supervisory Committee Members was set to 150 million yen in total per annum.

(Reference)

The new organizational structure of Directors as of March 30, 2016 is as follows:

Representative Director	Tadashi Ishii
Director	Shoichi Nakamoto
Director	Yoshio Takada
Director	Timothy Andree
Director	Kunihiro Matsushima

Director
(Audit and Supervisory Committee Member) Kenichi Kato
*Director
(Audit and Supervisory Committee Member) Atsuko Toyama
*Director
(Audit and Supervisory Committee Member) Toshiaki Hasegawa
*Director
(Audit and Supervisory Committee Member) Kentaro Koga

(Notes)

1. The Directors indicated by an asterisk (*) are Outside Directors pursuant to Article 2 item 15 of the Companies Act.
2. Of the Directors who are Audit and Supervisory Committee Members, Atsuko Toyama, Toshiaki Hasegawa and Kentaro Koga are designated independent officers pursuant to the Tokyo Stock Exchange Securities Listing Regulations.

The organizational structure of Executive Officers as of March 30, 2016 is as follows:

*President & CEO	Tadashi Ishii
*Senior Executive Vice President	Shoichi Nakamoto
*Executive Vice President	Yoshio Takada
*Executive Vice President	Timothy Andree
Senior Vice President	Naoki Tani
Senior Vice President	Akira Tonouchi
Senior Vice President	Toshihiro Yamamoto
Senior Vice President	Kazufumi Hattori
Senior Vice President	Yasuo Motoi
Senior Vice President	Wataru Mochizuki
Senior Vice President	Jerry Buhlmann
Senior Vice President	Hiroaki Sano
*Executive Officer	Kunihiro Matsushima
Executive Officer	Tsuneo Ogasawara
Executive Officer	Nobuyuki Tohya
Executive Officer	Tsuyoshi Iwashita
Executive Officer	Seiji Ito
Executive Officer	Yuichi Ohkubo
Executive Officer	Yoshiaki Suzuki
Executive Officer	Keiichi Maeda
Executive Officer	Kiyoshi Nakamura
Executive Officer	Yoshiharu Sengoku
Executive Officer	Takaki Hibino
Executive Officer	Toshiya Ohyama
Executive Officer	Norio Kamijo
Executive Officer	Takashi Yagi
Executive Officer	Masahiko Hibi
Executive Officer	Motohiro Yamagishi
Executive Officer	Yutaka Ishikawa
Executive Officer	Misao Toyoda

(Note) Executive Officers indicated by an asterisk (*) are concurrently serving as Directors.

Matters relating to the payout of year-end dividend for the 167th business term

1. For those shareholders who have designated direct deposit as the payout method, the “Dividend statement” and “Reference to the transfer destination” are enclosed for confirmation. For those shareholders who have designated the method for proportionate allocation of dividends based on the number of shares as the payout method, the “Dividend statement” and “Method of receiving dividends” are enclosed for confirmation.
2. For shareholders other than the above, please receive your dividend in accordance with the enclosed “Dividend receipt” at your nearest Japan Post Bank office or banking counter of the post office. The “Dividend statement” is also enclosed for those shareholders who will receive the dividend with the “Dividend receipt.” The statement may be used to confirm the dividend amount after receipt of the dividend or as supporting materials for filing income tax returns.