

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



MEMBERSHIP  
May 23, 2017

Company name:	DeNA Co., Ltd. (TSE First Section Stock Code: 2432)
Name of representative:	Isao Moriyasu, President & CEO
Contact person:	Shintaro Asako, Executive Officer, Head of Corporate Unit
Tel:	03-6758-7200

### **Notice Regarding Partial Revision of the Articles of Incorporation**

DeNA Co., Ltd. would like to announce that, during the Board of Directors meeting held today, we decided to propose a partial revision of the Articles of Incorporation at the 19th Ordinary General Meeting of Shareholders, scheduled to be held on June 24, 2017.

#### 1. Reason for the revision

With the aim of further strengthening corporate governance, as described in the disclosure of today titled "Notice Regarding Strengthening Corporate Governance and Internal Controls," DeNA proposes to make the following changes to its Articles of Incorporation.

- (1) Article 20 (Term of Office of Directors) is to be revised to shorten the term of office for Directors from two (2) years to one (1) year, in order to create a management structure that is able to promptly and flexibly adapt to changes in the business environment, further clarify the directors' management responsibility for the fiscal year, and ensure management's accountability to shareholders. In addition, Part 2 of Article 20, which refers to the adjustment of term, is to be deleted.
- (2) Article 14 (Convener and Chairperson for the Board Meetings) is to be revised, in order to enable flexible and agile handling of the operation of the Ordinary General Meeting of Shareholders.
- (3) Article 21 (Convening of the Board and Chairperson for the Board Meetings) is to be revised, to enable the Board of Directors to appoint a convener and a chairperson for the board meetings, in order to strengthen the oversight function of the Board of Directors.

2. Content of the revision

The content of the revision is as follows:

(Revised portions are underlined.)

Current Articles of Incorporation	After Proposed Revision
<p>(Convener and Chairperson for the Board Meetings) Article 14 A general meeting of shareholders shall be convened by the Director and <u>President</u> based on a resolution of the Board of Directors unless otherwise stipulated by laws and regulations. In the event that the <u>President</u> is unable to act, another Director shall convene the meeting in accordance with the order of priority determined by the Board of Directors in advance.</p> <p>(Term of Office of Directors) Article 20 The term of office of a Director shall expire upon conclusion of the Ordinary General Meeting of Shareholders held with respect to the last business year ending within <u>two (2) years</u> from his/her election to office. <u>2. The term of office of a Director elected to fill a vacancy caused by a Director retiring prior to the expiry of his/her term of office or to increase the number of Directors shall be the same as the remaining term of office of the other Directors in office at that time.</u></p> <p>(Convening of the Board and Chairperson for the Board Meetings) Article 21 Board meetings shall be convened and chaired by the <u>President</u> unless otherwise stipulated by laws and regulations. In the event that the <u>President</u> is unable to act, another Director shall convene and chair the meeting in accordance with the order of priority previously determined by the Board of Directors.</p> <p>2. (omitted) 3. (omitted)</p>	<p>(Convener and Chairperson for the Board Meetings) Article 14 A general meeting of shareholders shall be convened by a Director <u>designated in advance by the Board of Directors</u> unless otherwise stipulated by laws and regulations. In the event that the <u>designated Director</u> is unable to act, another Director shall convene the meeting in accordance with the order of priority determined by the Board of Directors in advance.</p> <p>(Term of Office of Directors) Article 20 The term of office of a Director shall expire upon conclusion of the Ordinary General Meeting of Shareholders held with respect to the last business year ending within <u>one (1) year</u> from his/her election to office.</p> <p>(deleted)</p> <p>(Convening of the Board and Chairperson for the Board Meetings) Article 21 Board meetings shall be convened and chaired by a Director <u>designated in advance by the Board of Directors</u> unless otherwise stipulated by laws and regulations. In the event that the <u>designated Director</u> is unable to act, another Director shall convene and chair the meeting in accordance with the order of priority previously determined by the Board of Directors.</p> <p>2. (content unchanged) 3. (content unchanged)</p>

3. Schedule

Date of the Shareholders Meeting June 24, 2017 (Sat)  
Date of revision entering into force June 24, 2017 (Sat)

<p>For inquiries please contact: IR Department (<a href="mailto:ir@dena.com">ir@dena.com</a>) DeNA Co., Ltd. (<a href="http://dena.com">http://dena.com</a>)</p>
--