

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 Candidates for Director and Corporate Auditor

DeNA Co., Ltd. would like to announce that, during the Board of Directors meeting held today, we decided to propose the appointment of five directors and a corporate auditor at the 19th Ordinary General Meeting of Shareholders, scheduled to be held on June 24, 2017.

More information about the reason we selected each candidate, the independence of the Outside Directors and Outside Auditors, as well as other supplemental information will be made available in the Notice of the Convocation of the 19th Ordinary General Meeting of Shareholders and in our independent directors/auditors notifications submitted to the Tokyo Stock Exchange (Japanese only).

Please also refer to the disclosure of today titled “Notice Regarding Strengthening Corporate Governance and Internal Controls” for more information about our initiatives to further enhance corporate governance.

1. Director Candidates (as of June 24, 2017)

The term of all the Directors (of which two are Outside Directors) will end at the closing of the 19th Ordinary General Meeting of Shareholders. DeNA considers the five incumbent Directors as the best team to vigorously promote the enhancement of corporate governance and internal controls while driving the development of Internet-related services, which are the core of the DeNA Group’s business. Therefore DeNA has proposed their appointment as Directors.

The two current Outside Directors have been registered at the Tokyo Stock Exchange, Inc. as Independent Directors, and if they are reappointed we plan to register them as Independent Directors with the Tokyo Stock Exchange, Inc. Mr. Hiroyuki Otsuka has attended all Board of Directors meetings held since he assumed the position of Outside Director in June 2015, and Mr. Nobuo Domae has attended all Board of Directors meetings held since he assumed the position of Outside Director in June 2016.

We plan to shorten the term for directors from two years to one year through a proposal to the 19th Ordinary General Meeting of Shareholders.

Name	Current Role	New Role (Planned, as of June 24, 2017)
Tomoko Namba (reappointment)	Representative Director & Executive Chairman	Representative Director & Executive Chairman
Isao Moriyasu (reappointment)	Representative Director, President & Chief Executive Officer (CEO)	Representative Director, President & Chief Executive Officer (CEO)

Shuhei Kawasaki (reappointment)	Director and Executive Officer	Director and Executive Officer
Hiroyuki Otsuka (reappointment)	Outside Director	Outside Director
Nobuo Domae (reappointment)	Outside Director	Outside Director

2. Candidates for Corporate Auditor (Outside Corporate Auditor, as of June 24, 2017)

In order to further strengthen and enhance the audit system, a proposal has been made to increase the number of Corporate Auditors by one.

Mr. Shinichi Koizumi has abundant management experience and wide-ranging knowledge from large-scale global corporations. DeNA expects that he will be able to supervise overall management and provide valuable advice from the viewpoint of considering the greater picture of how the DeNA Group ought to be in the future, and therefore has proposed him for the position of Outside Corporate Auditor. In the event that Mr. Koizumi is appointed Corporate Auditor, the Board of Corporate Auditors intends to make him a Standing Corporate Auditor, and DeNA intends to register him as an Independent Corporate Auditor at the Tokyo Stock Exchange, Inc.*

Name (Date of birth)	Summary background
Shinichi Koizumi (Born February 29, 1948)	<p>April 1971: Joined Toray Industries, Inc.</p> <p>June 2004: Vice President (Member of the Board)</p> <p>June 2006: Senior Vice President (Member of the Board)</p> <p>June 2007: Senior Vice President (Member of the Board & Member of the Executive Committee)</p> <p>June 2008: Executive Vice President and Representative Member of the Board</p> <p>June 2013: Senior Advisor Chairman of the Board, Toray Corporate Business Research, Inc.</p> <p>June 2015: Advisor, Toray Industries, Inc. (present) Outside Director, OBAYASHI CORPORATION (present)</p> <p>June 2016: Outside Director, Japan Bank for International Cooperation (present)</p>

*Supplementary explanation on the independence of the Outside Auditor candidate

DeNA has transactions relating to construction work for the office of one of our subsidiaries with OBAYASHI CORPORATION, in which Mr. Shinichi Koizumi serves as Outside Director. Mr. Koizumi has never been appointed as an inside director for OBAYASHI CORPORATION. Also the total transaction amount during the most recent fiscal year between the companies is neither 2% or more of the consolidated net sales of the DeNA Group nor 2% or more of the consolidated net sales of OBAYASHI CORPORATION. Since he fulfills DeNA's Independence Standards for Independent Board Members, DeNA judges that he is independent. Although DeNA conducts business with OBAYASHI CORPORATION such as the outsourcing of construction work on the office of one of DeNA's subsidiaries, no personnel relationship exists between the companies, and there are no such relationships in which OBAYASHI CORPORATION can influence the management, setting of policies for financial strategy or other decision-making of DeNA.

DeNA entered into an advisory contract with Mr. Shinichi Koizumi from April 2017 to June 2017, and received advice on compliance and other matters from him during this period. Based on the contract, the total amount of compensation paid by DeNA to Mr. Koizumi was not in excess of ¥3 million, and since he meets the Independence Standards set by DeNA, we believe that he is sufficiently independent

as an Outside Corporate Auditor. There are no such relationships in which Mr. Koizumi can influence DeNA's management or decisions etc., on policies regarding our financial strategies.

For inquiries please contact:
IR Department (ir@dena.com)
DeNA Co., Ltd. (<http://dena.com>)