

February 13, 2015

Shinichi Ueno

President and Group CEO

ASATSU-DK INC.

Securities Code: 9747

**Notice Regarding Changes in Representative Director,
Directors, Auditors and Operating Officers**

On February 13, 2015, the Board of Directors of ASATSU-DK INC. (ADK) has resolved the changes in representative directors, auditors and operating officers as described below. These changes are scheduled for resolution at the 60th Ordinary General Meeting of Shareholders, to be held on March 27, 2015, and the subsequent meeting of the Board of Directors.

1. Change of Representative Director as of March 27, 2015

Standing down Director

<Name>	<Current Title>
Koichiro Naganuma	Representative Director, Chairman of the board

*Mr. Naganuma will be appointed as Corporate Advisor.

2. Change of Directors as of March 27, 2015

(1) Candidates for Directors

<New Title>	<Name>	<Current Title>
Executive Director, Operating Officer	Noriyuki Nakai	Operating Officer
Outside Director	Toshio Kinoshita	*Please refer to 6

(2) Standing down Director

<Name>	<Current Title>
Mochio Umeda	Outside Director

3. Changes of Chairman of the board as of March 27, 2015

<New Title>	<Name>	<Current Title>
Outside Director, Chairman of the board	Hideaki Kido	Outside Director

4. Changes of Auditors as of March 27, 2015

(1) Candidates for Auditors

<New Title>	<Name>	<Current Title>
Auditor	Nobuyuki Motohashi	General Manager of Finance Division, Finance Center
Outside Auditor	Yoshitake Onishi	*Please refer to 6.
Outside Auditor	Megumi Suto	*Please refer to 6.

(2) Standing Down Auditors

<Name>	<Current Title>
Yoshiro Sakai	Auditor
Hiroshi Ota	Outside Auditor
Makoto Ichikawa	Outside Auditor

5. Change of Operating Officers

<New Title>	<Name>	<Current Title>
Senior Executive Operating Officer	Shigeharu Hisamatsu	Senior Operating Officer

6. Profile of the Candidates for the Outside Director and Outside Auditors

Toshio Kinoshita

January 1980	Joined Cooper & Lybrand Japan (now PricewaterhouseCoopers Aarata)
July 1983	Registered as Certified Public Accountant (Japan)
July 1989	Partner of Coopers & Lybrand (US)
July 1998	Managing Partner for Japanese Business Network of PricewaterhouseCoopers LLP National Office
July 2005	Management Board Member, International Business of Chuo Aoyama Audit Corporation (now MISUZU Audit Corporation)
July 2007	Chief Executive of The Japanese Institute of Certified Public Accountants
July 2013	Council Member of The Japanese Institute of Certified Public Accountants (Current position)
July 2013	Established Kinoshita CPA Firm, Chief Executive Officer of the firm (Current position)

Yoshitake Onishi

- April 1973 Joined The Daiei, Inc.
- May 1998 Representative Director and President of Hawks Town, Inc.
- May 1999 Representative Senior Managing Director of Fukuoka Dome, Inc.
- May 1999 Representative Senior Managing Director of Daiei Real Estate, Inc.
- May 2002 Representative Senior Managing Director of Fukuoka Daiei Hawks, Inc.
- November 2003 Representative Director and President of New Kobe Development, Inc.
- June 2006 Director of PIA CORPORATION
- April 2008 Founded Japanese Cuisine and Culture Research Institutes Inc.,
Representative Director and President of the company
- July 2009 Adviser to the Board of PIA CORPORATION (Resigned on June 2011)

Megumi Suto

- November 1984 Senior Research Engineer of Japan Securities Research Institute
- April 1988 Assistant Professor of the School of Economics, Meikai University
- April 1993 Professor of the School of Economics, Chuo University
- January 2001 Member of the Council on Customs, Tariff, Foreign Exchange and other
Transactions
- February 2001 Member of the Financial Council
- March 2003 Member of the Disclosure Work Group of the Financial Council
- April 2004 Professor of the Waseda Center for Finance Research University (Current
position)
- September 2008 Dean of the Waseda Graduate School of Finance, Accounting and Law, and
Director of the Waseda Center for Finance Research

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