Note: This English translation is solely for reference purposes and not a legally definitive translation of the original Japanese text. In the event a difference arises regarding the meaning herein, the original Japanese version will prevail as the official authoritative version.

August 31, 2026

Company Name: DENTSU SOKEN INC.
Representative: Hirohisa Iwamoto, President, CEO & COO
(Stock Code: 4812, TSE Prime Market)
Contact for Inquiries: Naoto Momiki, Executive Office
(TEL: +81-3-6713-6160)

(Correction) Partial Correction to the "Notice Regarding Expression of Opinion in Support of the Planned Commencement of, and Recommendation to Tender Shares in, the Tender Offer for Company Shares by G.K. VIC"

DENTSU SOKEN INC.(the "Company") announced, on August 28, 2026, the "Notice Regarding Expression of Opinion in Support of the Planned Commencement of, and Recommendation to Tender Shares in, the Tender Offer for Company Shares by G.K. VIC" (the "Opinion Press Release").

Subsequently, the Company was informed by ITOCHU Corporation ("ITOCHU"), the parent company of G.K. VIC, that, although ITOCHU's Board of Directors approved at its meeting held on August 28, 2026 that the executive officer in charge of this matter would make the final decision as to its implementation, subject to the satisfaction of certain conditions, such conditions have not yet been satisfied and, accordingly, ITOCHU has not yet made a final decision regarding the commencement of the tender offer for the Company's shares. Thereafter, today, the Company was informed by ITOCHU that such conditions had been satisfied and that ITOCHU had made its final decision regarding the commencement of the tender offer.

In light of the above, the Company hereby issues the following corrections to the Opinion Press Release.

The corrected portions are underlined.

Description

3. Details of the Opinion Regarding the Tender Offer, and the Basis and Reasons etc. Therefor

(2) Basis and Reasons for the Opinion Regarding the Tender Offer

[i] Outline of the Tender Offer

(Before correction)

(Omitted)

On August <u>28</u>, 2026, the Tender Offeror (i) entered into a non-tendering agreement (the "Non-Tendering Agreement"; for details, please refer to "[i] Non-Tendering Agreement" in "(6) Important Contracts Relating to the Tender Offer" below) with ITOCHU and Dentsu Group which holds 120,779,736 Company Shares (shareholding ratio (Note 1): 61.78%; "Non-Tendered Shares"), and a shareholders agreement (the "Shareholders Agreement") with ITOCHU and Dentsu Group and (ii) entered into a tender offer agreement (the "Tender Offer Agreement"; for details, please refer to "[ii] Tender Offer Agreement" in "(6) Important Contracts Relating to the Tender Offer" below) with the Company and decided to implement a series of transactions (the "Transaction") in order to make Dentsu Group and the Tender Offeror the sole shareholders of the Company by way of the Tender Offeror acquiring all of Company Shares (excluding Non-Tendered Shares and the treasury shares held by the Company). As of August <u>28</u>, 2026, the Tender Offeror does not hold any of Company Shares. The purpose of the Tender Offer is to enhance the corporate value of the Company by taking Company Shares private and making Dentsu Group and the Tender Offeror the sole shareholders of the Company, thereby enabling flexible decision making at the Company. By comprehensively combining the Company's strengths in business consulting and application development capabilities with IT infrastructure, customer base, M&A and international network and other resources of the ITOCHU Group (the corporate group consisting of ITOCHU and its 186 subsidiaries and 79 affiliates (as of March 31, 2026); the same applies below), the Tender Offeror aims to accelerate growth investment in, expand business opportunities for, and enhance the competitiveness of the Company.

(Omitted)

(After correction)

(Omitted)

On August 31, 2026, the Tender Offeror (i) entered into a non-tendering agreement (the "Non-Tendering Agreement"; for details, please refer to "[i] Non-Tendering Agreement" in "(6) Important Contracts Relating to the Tender Offer" below) with ITOCHU and Dentsu Group which holds 120,779,736 Company Shares (shareholding ratio (Note 1): 61.78%; "Non-Tendered Shares"), and a shareholders agreement (the "Shareholders Agreement") with ITOCHU and Dentsu Group and (ii) entered into a tender offer agreement (the "Tender Offer Agreement"; for details, please refer to "[ii] Tender Offer Agreement" in "(6) Important Contracts Relating to the Tender Offer" below) with the Company and decided to implement a series of transactions (the "Transaction") in order to make Dentsu Group and the Tender Offeror the sole shareholders of the Company by way of the Tender Offeror acquiring all of Company Shares (excluding Non-Tendered Shares and the treasury shares held by the Company). As of August 31, 2026, the Tender Offeror does not hold any of Company Shares. The purpose of the Tender Offer is to enhance the corporate value of the Company by taking Company Shares private and making Dentsu Group and the Tender Offeror the sole shareholders of the Company, thereby enabling flexible decision making at the Company. By comprehensively combining the Company's strengths in business consulting and application development capabilities with IT infrastructure, customer base, M&A and international network and other resources of the ITOCHU Group (the corporate group consisting of ITOCHU and its 186 subsidiaries and 79 affiliates (as of March 31, 2026); the same applies below), the Tender Offeror aims to accelerate growth investment in, expand business opportunities for, and enhance the competitiveness of the Company.

(Omitted)

[ii] Background, purpose and decision-making process leading the Tender Offeror to decide to conduct the Tender Offer

(Before correction)

(Omitted)

From August 19, 2026 through August 27, 2026, ITOCHU also held discussions with the Dentsu Group regarding the business operation policies, management and governance structure after the privatization of the Company and the other content of the Non-Tendering Agreement and the Shareholders Agreement. In addition, on August 25 and August 26, 2026, ITOCHU held discussions with the Company regarding the terms of the Tender Offer Agreement.

Through the above process, on August 28, 2026, the Tender Offeror decided to conduct the Tender Offer with the Tender Offer Price set at 2,880 yen based on the premise that the Company will not pay a year-end dividend for the fiscal year ending December 31, 2026 and (i) to enter into the Non-Tendering Agreement (for a summary of the Non-Tendering Agreement, please refer to "[i] Non-Tendering Agreement" in "(6) Important Contracts Relating to the Tender Offer" below) and the Shareholders Agreement with ITOCHU and Dentsu Group and (ii) to enter into the Tender Offer Agreement (for a summary of the Tender Offer Agreement, please refer to "[ii] Tender Offer Agreement" in "(6) Important Contracts Relating to the Tender Offer" below) with the Company.

(Omitted)

(After correction)

(Omitted)

From August 19, 2026 through August 31, 2026, ITOCHU also held discussions with the Dentsu Group regarding the business operation policies, management and governance structure after the privatization of the Company and the other content of the Non-Tendering Agreement and the Shareholders Agreement. In addition, on August 25 and August 26, 2026, ITOCHU held discussions with the Company regarding the terms of the Tender Offer Agreement.

Through the above process, on August 31, 2026, the Tender Offeror decided to conduct the Tender Offer with the Tender Offer Price set at 2,880 yen based on the premise that the Company will not pay a year-end dividend for the fiscal year ending December 31, 2026 and (i) to enter into the Non-Tendering Agreement (for a summary of the Non-Tendering Agreement, please refer to "[i] Non-Tendering Agreement" in "(6) Important Contracts Relating to the Tender Offer" below) and the Shareholders Agreement with ITOCHU and Dentsu Group and (ii) to enter into the Tender Offer Agreement (for a summary of the Tender Offer Agreement, please refer to "[ii] Tender Offer Agreement" in "(6) Important Contracts Relating to the Tender Offer" below) with the Company.

(Omitted)

[iv] Decision-Making Process Leading to the Company's Support of the Tender Offer; Reasons

(Before correction)

(Omitted)

(c) The Tender Offer Price is the same as the highest price recorded for Company Shares since the Company's listing through August 27, 2026 ,immediately preceding the announcement date, including intraday trading, of 2,880 yen (December 29, 2025).

(Omitted)

(After correction)

(Omitted)

(c) The Tender Offer Price is the same as the highest price recorded for Company Shares since the Company's listing through August 27, 2026 ,immediately preceding the Company's announcement date, including intraday trading, of 2,880 yen (December 29, 2025).

(Omitted)

(3) Measures for Ensuring the Fairness of the Tender Offer

[ii] Obtaining Share Valuation Report from a Third-Party Valuator Independent of the Tender Offeror

(Before correction)

(Omitted)

Under the market price method, (a) using July 1, 2026, the trading day immediately preceding the publication of the Speculative Report on July 2, 2026, as the reference date ("Reference Date 1") in order to eliminate any impact on the market price of Company Shares that could be considered to be attributable to the Speculative Report, the value per Company Share was calculated to be in the range of 2,064 yen to 2,136 yen based on: (i) 2,064 yen, the simple average closing price of Company Shares on the TSE Prime Market for the preceding one-month period ending on the calculation Reference Date 1; (ii) 2,105 yen, the simple average closing price for the preceding three-month period ending on Reference Date 1; and (iii) 2,136 yen, the simple average closing price for the preceding six-month period ending on Reference Date 1; and (b) using August 27, 2026, the business day immediately preceding the date of announcement of the planned commencement of the Tender Offer, as the reference date ("Reference Date 2"), the value per Company Share was calculated to be in the range of 2,263 yen to 2,708 yen based on: (i) 2,708 yen, the simple average closing price for the preceding one-month period ending on Reference Date 2; (ii) 2,449 yen, the simple average closing price for the preceding three-month period ending on Reference Date 2; and (iii) 2,263 yen, the simple average closing price for the preceding six-month period ending on Reference Date 2.

(Omitted)

The Tender Offeror ultimately decided on August 28, 2026 to set the Tender Offer Price at 2,880 yen per share after comprehensively considering factors such as the valuation results set forth in the Tender Offeror's Share Valuation Report, the results of the due diligence conducted on the Company from early June 2026 through early July 2026, whether the board of directors of the Company would support the Tender Offer, trends in the market price of Company Shares, and the prospects for shareholders tendering their shares in the Tender Offer, taking into account the results of discussions and negotiations with the Company. For details regarding the process of the discussions and negotiations with the Company, please refer to "[ii] Background, Purpose and Decision-Making Process Leading to Tender Offeror's Decision to Implement the Tender Offer" in "(2) Basis and Reasons for the Opinion Regarding the Tender Offer" above.

The Tender Offer Price of 2,880 yen represents: (i) a premium of 5.15% on 2,739 yen, the closing price of Company Shares on the TSE Prime Market as of August 27, 2026, the business day immediately preceding the date of announcement of the planned commencement of the Tender Offer; (ii) a premium of 6.35% on 2,708 yen, the simple average closing price for the preceding one-month period ending on that date; (iii) a premium of 17.60% on 2,449 yen, the simple average closing price for the preceding three-month period ending on that date; and (iv) a premium of 27.26% on 2.263 yen, the simple average closing price for the preceding six-month period ending on that date. The Tender Offer Price of 2.880 yen also represents: (i) a premium of 34.96% on 2,134 yen, the closing price of Company Shares on the TSE Prime Market as of July 1, 2026, the business day immediately preceding July 2, 2026, the date on which the Speculative Report was made; (ii) a premium of 39.53% on 2,064 yen, the simple average closing price for the preceding one-month period ending on that date; (iii) a premium of 36.82% on 2,105 yen, the simple average closing price for the preceding three-month period ending on that date; and (iv) a premium of 34.83% on 2,136 yen, the simple average closing price for the preceding six-month period ending on that date.

(After correction)

(Omitted)

Under the market price method, (a) using July 1, 2026, the trading day immediately preceding the publication of the Speculative Report on July 2, 2026, as the reference date ("Reference Date 1") in order to eliminate any impact on the market price of Company Shares that could be considered to be attributable to the Speculative Report, the value per Company Share was calculated to be in the range of 2,064 yen to 2,136 yen based on: (i) 2,064 yen, the simple average closing price of Company Shares on the TSE Prime Market for the preceding one-month period ending on the calculation Reference Date 1; (ii) 2,105 yen, the simple average closing price for the preceding three-month period ending on Reference Date 1; and (iii) 2,136 yen, the simple average closing price for the preceding six-month period ending on Reference Date 1; and (b) using August 27, 2026, as the reference date ("Reference Date 2"), the value per Company Share was calculated to be in the range of 2,263 yen to 2,708 yen based on: (i) 2,708 yen, the simple average closing price for the preceding one-month period ending on Reference Date 2; (ii) 2,449 yen, the simple average closing price for the preceding three-month period ending on Reference Date 2; and (iii) 2,263 yen, the simple average closing price for the preceding six-month period ending on Reference Date 2.

(Omitted)

The Tender Offeror decided on August 28, 2026 to set the Tender Offer Price at 2,880 yen per share after comprehensively considering factors such as the valuation results set forth in the Tender Offeror's Share Valuation Report, the results of the due diligence conducted on the Company from early June 2026 through early July 2026, whether the board of directors of the Company would support the Tender Offer, trends in the market price of Company Shares, and the prospects for shareholders tendering their shares in the Tender Offer, taking into account the results of discussions and negotiations with the Company. For details regarding the process of the discussions and negotiations with the Company, please refer to "[ii] Background, Purpose and Decision-Making Process Leading to Tender Offeror's Decision to Implement the Tender Offer" in "(2) Basis and Reasons for the Opinion Regarding the Tender Offer" above.

The Tender Offer Price of 2,880 yen represents: (i) a premium of 5.15% on 2,739 yen, the closing price of Company Shares on the TSE Prime Market as of August 27, 2026, the business day immediately preceding the date of <u>the Company's</u> announcement of the planned commencement of the Tender Offer; (ii) a premium of 6.35% on 2,708 yen, the simple average closing price for the preceding one-month period ending on that date; (iii) a premium of 17.60% on 2,449 yen, the simple average closing price for the preceding three-month period ending on that date; and (iv) a premium of 27.26% on 2.263 yen, the simple average closing price for the preceding six-month period ending on that date. The Tender Offer Price of 2.880 yen also represents: (i) a premium of 34.96% on 2,134 yen, the closing price of Company Shares on the TSE Prime Market as of July 1, 2026, the business day immediately preceding July 2, 2026, the date on which the Speculative Report was made; (ii) a premium of 39.53% on 2,064 yen, the simple average closing price for the preceding one-month period ending on that date; (iii) a premium of 36.82% on 2,105 yen, the simple average closing price for the preceding three-month period ending on that date; and (iv) a premium of 34.83% on 2,136 yen, the simple average closing price for the preceding six-month period ending on that date.

[vi] Establishment of an Independent Consideration System at the Company

(Before correction)

(Omitted)

Subsequently, the Company was told by Dentsu Group that it had decided to commence the Selection Process, and then, upon confirming that the project team which was acknowledged to be independent from Dentsu Group was also independent from Company A, it decided to maintain the consideration system in question as a consideration system consisting solely of officers acknowledged to be independent from Tender Offeror etc., Company A and Dentsu Group, and together with the Special Committee, it has been exclusively involved in the negotiation process between the Company and Candidates over the transactional terms and conditions of the Transaction including the tender offer price, as well as the creation process for the Business Plan serving as the basis for the valuation of the Company Shares, and the Company has continued with these measures up to the date of the announcement of the Tender Offer. Dentsu Group has not been involved in the creation of the Business Plan serving as the basis for the valuation of the Company Shares.

(Omitted)

(After correction)

(Omitted)

Subsequently, the Company was told by Dentsu Group that it had decided to commence the Selection Process, and then, upon confirming that the project team which was acknowledged to be independent from Dentsu Group was also independent from Company A, it decided to maintain the consideration system in question as a consideration system consisting solely of officers acknowledged to be independent from Tender Offeror etc., Company A and Dentsu Group, and together with the Special Committee, it has been exclusively involved in the negotiation process between the Company and Candidates over the transactional terms and conditions of the Transaction including the tender offer price, as well as the creation process for the Business Plan serving as the basis for the valuation of the Company Shares, and the Company has continued with these measures up to the date of the Company's announcement of the Tender Offer. Dentsu Group has not been involved in the creation of the Business Plan serving as the basis for the valuation of the Company Shares.

(Omitted)

[viii] Obtaining Share Valuation Report and Fairness Opinion from a Financial Advisor and Third-Party Valuator Independent of the Special Committee

(ii) Overview of Calculation

(Before correction)

(Omitted)

Under the market price method, [i] in order to eliminate the impact on the share price from the Speculative Reports on the taking private of the Company on July 2, 2026, using July 1, 2026, the trading day before the Speculative Reports were made, as a reference date (reference date (1)), the range of the per-share value of Company Shares was calculated to be from 2,064 yen to 2,134 yen, based on a closing price on the reference date for Company Shares on the TSE Prime Market of the reference date of 2,136 yen, the simple average closing price for the one month up to the reference date of 2,064 yen, the simple average closing price for the three months up to the reference date of 2,105 yen, the simple average closing price for the six months up to the reference date of 2,131 yen; and [ii] with August 27, 2026, the business day prior to the day of the resolution of the Company's Board of Directors, as another reference date (reference date (2)), the range of the per-share value of Company Shares was calculated to be from 2,263 yen to 2,739 yen, based on a closing price on the reference date for Company Shares on the TSE Prime Market of the reference date of 2,739 yen, the simple average closing price for the one month up to the reference date of 2,708 yen, the simple average closing price for the three months up to the reference date of 2,449 yen, the simple average closing price for the six months up to the reference date of 2,263 yen.

(Omitted)

(After correction)

(Omitted)

Under the market price method, [i] in order to eliminate the impact on the share price from the Speculative Reports on the taking private of the Company on July 2, 2026, using July 1, 2026, the trading day before the Speculative Reports were made, as a reference date (reference date (1)), the range of the per-share value of Company Shares was calculated to be from 2,064 yen to 2,136 yen, based on a closing price on the reference date for Company Shares on the TSE Prime Market of the reference date of 2,134 yen, the simple average closing price for the one month up to the reference date of 2,064 yen, the simple average closing price for the three months up to the reference date of 2,105 yen, the simple average closing price for the six months up to the reference date of 2,136 yen; and [ii] with August 27, 2026, the business day prior to the day of the resolution of the Company's Board of Directors, as another reference date (reference date (2)), the range of the per-share value of Company Shares was calculated to be from 2,263 yen to 2,739 yen, based on a closing price on the reference date for Company Shares on the TSE Prime Market of the reference date of 2,739 yen, the simple average closing price for the one month up to the reference date of 2,708 yen, the simple average closing price for the three months up to the reference date of 2,449 yen, the simple average closing price for the six months up to the reference date of 2,263 yen.

(Omitted)

(6) Important Contracts Relating to the Tender Offer

[i] Non-Tendering Agreement

(Before correction)

The Tender Offerors have executed the Non-Tendering Agreement with Dentsu Group as of August 28, 2026. An outline of the Non-Tendering Agreement is as follows.

(Omitted)

(After correction)

The Tender Offerors have executed the Non-Tendering Agreement with Dentsu Group as of August 31, 2026. An outline of the Non-Tendering Agreement is as follows.

(Omitted)

[ii] Tender Offer Agreement

(Before correction)

Tender Offeror executed with the Company the Tender Offer Agreement dated August 28, 2026. An overview of the Tender Offer Agreement is as follows.

(Omitted)

(B) On the date of the Tender Offer Agreement and the date of announcement of the commencement of the Tender Offer, by a resolution of the Board of Directors, the Company will express the Opinion in Support and make an announcement to that effect in accordance with laws and regulations.

(Omitted)

(After correction)

Tender Offeror executed with the Company the Tender Offer Agreement dated August 31, 2026.

An overview of the Tender Offer Agreement is as follows.

(Omitted)

(B) On a date prior to the date of the Tender Offer Agreement and the date of announcement of the commencement of the Tender Offer, by a resolution of the Board of Directors, the Company will express the Opinion in Support and make an announcement to that effect in accordance with laws and regulations.

(Omitted)

End