

NEWS RELEASE**FOR IMMEDIATE RELEASE****May 10, 2007**

Dentsu Announces Merger of Subsidiary

Dentsu Inc. (President & CEO: Tateo Mataki; Head Office: Tokyo; Capital: 58,967.1 million yen), and Cyber Communications Inc. (President & CEO: Hideyuki Nagasawa; Head Office: Minato-ku, Tokyo; Capital: 2,362.0 million yen), announced today that they had agreed to merge Criteria Communications, Inc. (President & CEO: Masaru Sakurai; Head Office: Minato-ku, Tokyo), a consolidated subsidiary of Cyber Communications, with Action Click Co., Ltd. (President: Masami Iwashita, Head Office: Minato-ku, Tokyo), a consolidated subsidiary of Dentsu.

1. Purpose of the Merger

Criteria Communications operates “ADJUST” and “AD-ON,” two of Japan’s largest advertisement distribution networks, while Action Click is the Dentsu Group’s affiliate advertising business. The merger will enable Dentsu to combine Action Click’s expertise and human resources with the ad distribution technology of Criteria Communications, and will consolidate and reinforce the Group’s affiliate advertising business through the creation of a single entity, Criteria Communications.

2. Outline of the Merger

- (1) Merger method: Criteria Communications will absorb Action Click through a cash-out merger (see Note).
- (2) Delivered money due to the merger: Final amount to be determined after due diligence, but the present estimate is approximately 180 million yen.
- (3) Shareholder ratio after merger: As a cash-out merger, the shareholder ratio is expected to remain unchanged after the merger.
*Action Click shares held by OPT Inc. and Index Holdings will be transferred to Dentsu prior to the merger.
- (4) Merger schedule: The merger is scheduled to be completed in June 2007, after final terms of the merger have been worked out.

3. Profiles of the Companies to Be Merged

(1) Company Name	Criteria Communications, Inc. (acquiring company)	Action Click Co., Ltd. (absorbed company)
(2) Principal Business	Advertisement distribution network	Affiliate advertising media representative
(3) Date of Establishment	March 2004	December 1999
(4) Location	2-4-6, Higashi-Shimbashi, Minato-ku, Tokyo	3-15-4, Shimbashi, Minato-ku, Tokyo
(5) Representative	President & CEO: Masaru Sakurai	President: Masami Iwashita
(6) Capital	277.5 million yen	105.8 million yen
(7) Number of Outstanding Shares	127,550 shares	3,055 shares
(8) Number of Employees	27	13
(9) Fiscal Year End	March	March
(10) Sales Volume (FY ended March 2007)	915 million yen (consolidated)	397 million yen
(11) Shareholding Ratios	Cyber Communications 75% NTT DATA Corporation 15% NTT Advertising, Inc. 10%	Dentsu Inc. 19.6% Cyber Communications 19.6% OPT Inc. 29% Index Holdings 20% Dentsu Dot.Com, Inc., Limited Partnership No.1 for Investment 11.7%

4. Status after the Merger (Tentative)

(1) Company Name	Criteria Communications, Inc.
(2) Principal Business	Advertisement distribution network
(3) Location	2-4-6, Higashi-Shimbashi, Minato-ku, Tokyo
(4) Representative	President & CEO: Masaru Sakurai
(5) Capital	277.5 million yen
(6) Fiscal Year End	March
(7) Shareholding Ratios	Cyber Communications Inc. 75% NTT DATA Corporation 15% NTT Advertising, Inc. 10%

5. Effect on Consolidated Results of Cyber Communications

The effect of this merger on the consolidated results of Cyber Communications has already been taken into account in its Financial Report released on May 10, 2007, in the section “Forecast of consolidated results for the period ending March 2008.”

Note: Cash-out merger

A merger in which the shareholders in the company being absorbed are compensated in cash instead of receiving shares in the acquiring company. The ban on this type of merger was lifted on May 1, 2007.

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