



May 15, 2019

Company Name: Prospect Co., Ltd.  
Representative: President and CEO Masato Tabata  
(Security Code: 3528 TSE 2<sup>nd</sup> Section)  
Contact: Chief of General Affairs Jiro Taketani  
(TEL: 03-3470-8411)

### Notice Concerning Change in Accounting Auditor

At the Company's Board of Corporate Auditor's Meeting held on May 15, 2019 it was decided to make a proposal to be referred to the General Meeting of Shareholders regarding a change in the accounting auditor, providing audit certification under the Financial Instruments and Exchange Act, Article 193-2, paragraph 1 and paragraph 2. A resolution at the Board of Director's Meeting held on the same day referred that proposal as the "Matters concerning Appointment of Accounting Auditor" to the 118th Annual General Meeting of Shareholders to be held on June 27, 2019.

#### Note

1. Scheduled Date of Change  
June 27, 2019 (Scheduled date of holding the 118th Annual General Meeting of Shareholders)
2. Profiles of the Accounting Auditor Appointed and Resigning
  - (1) Profile of the Appointed Accounting Auditor

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|--|--|
| Name   | Yotsuya Audit Corporation  |
| Address  | Rokubancho Gakuendori Bldg.,<br>7-4, Rokuban-cho, Chiyoda-ku,<br>Tokyo |
| Name of Executive Members  | Tadahiro Ishii, Kunihiro Taguchi                                       |
| Status of registration under the Listed Company Audit Firm Registration System of the Japanese Institute of Certified Public Accountants | Registered   |

(2)  
Profile of  
the  
Resigning

### Accounting Auditor

|                           |  |
|---------------------------|--|
| Name                      | Audit Firm HIBISCUS  |
| Address                   | 3rd Floor, Tagoshin Bldg., 2-23-3,<br>Higashi, Shibuya-ku, Tokyo |
| Name of Executive Members | Kohei Morisaki<br>Kaisuke Abe<br>Katsuyuki Takahashi             |

3. The Reasons for Designating the Person Set Forth in 2 (1) Above as a Candidate for Accounting Auditor

The Company has appointed Audit Firm HIBISCUS as the accounting auditor of the Company for ten years and the Board of Auditors decided to conduct a review of the accounting auditor, taking into consideration the number of continuous years of audits by the same audit firm.

In conducting a review, we considered several audit firms, including Yotsuya Audit Corporation as a candidate for accounting auditor.

As a result, we determined that Yotsuya Audit Corporation conducted themselves with professionalism and independence, etc., required for accounting audits of the Company group and was appropriate, and therefore we designated Yotsuya Audit Corporation as the candidate for accounting auditor.

4. Most Recent Date of Assuming Post by the Resigning Accounting Auditor  
June 28, 2018

5. Opinions, etc., in the Audit Reports, etc., Prepared by the Resigning Accounting Auditor for the Most Recent Three (3) Years.  
None issued

6. Determination of Change and Reasons and Background for Change

The term of Audit Firm HIBISCUS, our accounting auditor will expire at the close of the 118th Annual General Meeting of Shareholders to be held on June 27, 2019. In connection therewith, the Board of Auditors determined the content of a proposal to appoint Yotsuya Audit Corporation as the new accounting auditor by the reasons set forth in 3. Above.

7. Opinions of the Resigning Accounting Auditor on the Matters Entered in the Audit Report, etc., concerning the Reasons and Background Set Forth in 6. Above.  
There were no specific opinions.