

August 8, 2019

For immediate release

Company MAEDA CORPORATION
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Notice on Introduction (Detailed Decision) of the Board Benefit Trust (BBT)

The Company announced on May 14, 2019 the introduction of the “Board Benefit Trust (BBT) Plan” (the “Plan” hereinafter; the trust to be established for the Plan pursuant to the trust agreement to be entered into with Mizuho Trust & Banking Co., Ltd. shall be referred to as the “Trust”), which was resolved as executive compensation at the 74th Ordinary General Meeting of Shareholders held on June 21, 2019 (referred to as the “General Meeting of Shareholders” hereinafter). The Board of Directors, at its meeting held today, has decided on the details of the Plan as follows.

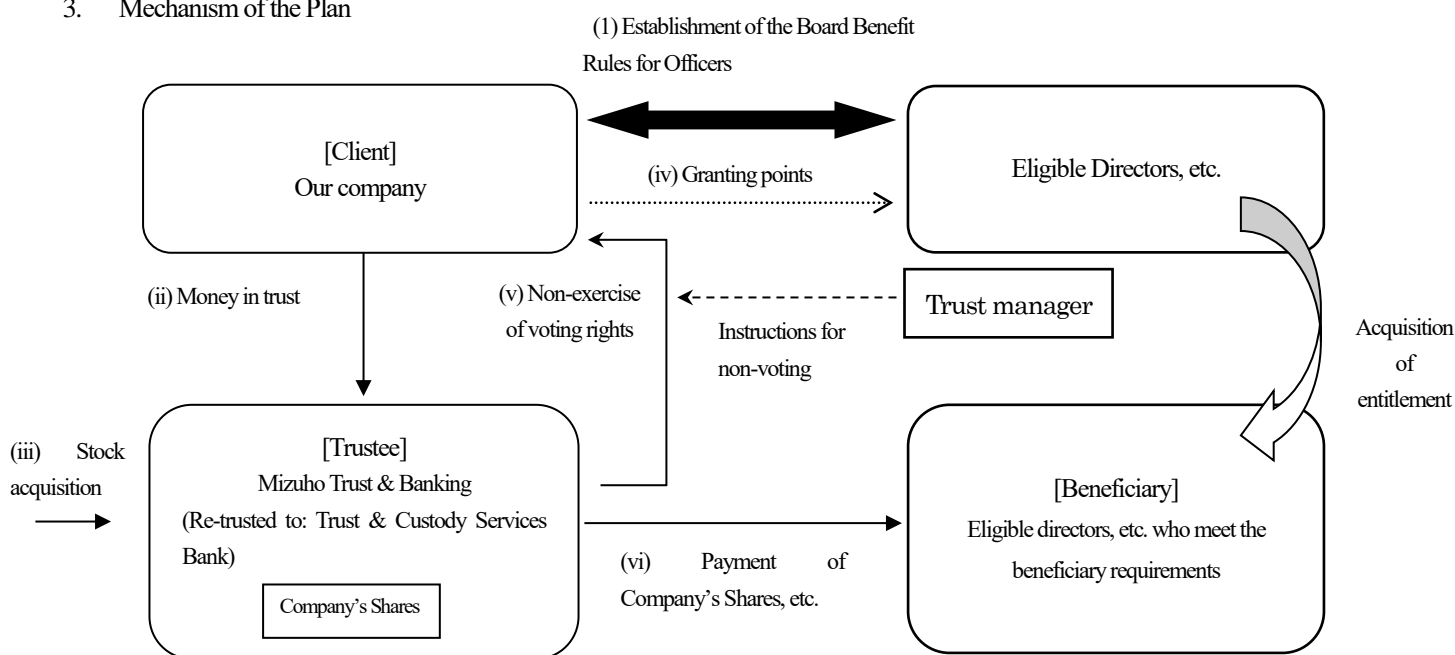
1. Overview of the Trust

- (1) Name : Board Benefit Trust (BBT)
- (2) Client : Our company
- (3) Trustee : Mizuho Trust & Banking Co., Ltd.
(Re-trustee: Trust & Custody Services Bank, Ltd.)
- (4) Beneficiary : Directors (outside directors shall be excluded from the Plan; the same shall apply hereinafter) and executive officers (Director and executive officers shall be collectively referred to as “Eligible Directors, etc.”) who meet the requirements for beneficiaries under the Board Benefit Rules for Officers
- (5) Trust manager : Select a third party with no interest in the Company
- (6) Type of trust : Trust of monies other than the cash in trust (third-party-benefit trust)
- (7) Date of the Trust Agreement : August 27, 2019 (scheduled)
- (8) Date of trust : August 27, 2019 (scheduled)
- (9) Period of trust : From August 27, 2019 (scheduled) until the termination of trust
(No specific termination date is set, and the trust will continue for as long as the Plan continues.)

2. Details of the acquisition of the Company's Shares by the Trust

- (1) Class of stocks acquired : Common stocks of the Company
- (2) Amount of money to be held in trust for the acquisition of stocks : 550,000,000 yen
- (3) Maximum No. of stocks acquired : 920,000 shares
- (4) Method of stock acquisition : Acquired from the stock exchange markets
- (5) Period of stock acquisition : August 27, 2019 to September 30, 2019 (scheduled)

3. Mechanism of the Plan



- (i) The Company shall obtain resolution on executive compensation under the Plan at the General Meeting of Shareholders and establish the "Board Benefit Rules for Officers" within the framework approved by the General Meeting of Shareholders.
- (ii) The Company shall trust money to the extent approved by the resolution of General Meeting of Shareholders as in (i).
- (iii) The Trust acquires the Company's Shares using the money entrusted in (ii) as the source of funds, either through a stock exchange market or by undertaking the Company's disposal of treasury stocks.
- (iv) The Company grants points to Eligible Directors, etc. in accordance with the "Board Benefit Rules for Officers."
- (v) The Trust shall not exercise voting rights of the Company's Shares in the Trust Account in accordance with the instructions of the Trust manager, who is independent of the Company.
- (vi) The Trust shall provide the Company's Shares to the Eligible Directors, etc. who meet the requirements of beneficiaries ("Beneficiaries" hereinafter) under the "Board Benefit Rules for Officers" immediately after the end of the Medium-Term Business Plan period in proportion to the number of points granted to such Beneficiaries by a certain date. Provided, however, that if the Eligible Directors, etc. meet the requirements set forth in the Board Benefit Rules for Officers, a certain percentage of the points will be paid to the Eligible Directors, etc. in cash equivalent to the market value of the Company's Shares.