

July 28, 2021

Company: Tokyo Gas Co., Ltd.  
UCHIDA Takashi,  
Representative: Representative Corporate Executive  
Officer, President and CEO  
(Securities code: 9531, TSE 1 & NSE 1)  
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Group Manager

Press Release

Decisions on Matters related to Share Acquisition for the Share-based Compensation Plan

Tokyo Gas Co., Ltd. (hereinafter, the “Company”) resolved at Compensation Committee held on June 29, 2021 plans to introduce a share-based compensation plan for Company directors and corporate executive officers. In addition, it was separately decided to introduce the same share-based compensation plan for executive officers (hereinafter, the share-based compensation plan shall be referred to as “the Plan,” the trust set up for introducing this plan shall be referred to as “the Trust,” and directors, corporate executive officers and executive officers shall be collectively referred to as “executives.”)

At the Compensation Committee, held on July 28, 2021, decisions were made on matters related to acquisition of Tokyo Gas shares, which is to be carried out by the trustee of the Trust. The details are outlined below.

In addition, at the Board of Directors meeting held the same day a resolution was passed to dispose of treasury shares pertinent to the introduction of the Plan. For details refer to notice on “Disposal of Treasury Shares via a Third Party in Tandem with the Introduction of a Share-based Compensation Plan,” which was released on July 28, 2021.

1. Overview of the Trust

(1) Name	Share Delivery Trust for Executives
(2) Settlor	Tokyo Gas Co., Ltd.
(3) Trustee	Sumitomo Mitsui Trust Bank, Limited (Retrustee: Custody Bank of Japan, Ltd.)
(4) Beneficiaries	Executives who satisfy the beneficiary requirements
(5) Trust administrator	A third party independent of the Company and its executives is to be selected
(6) Exercise of voting rights	The voting rights of shares in the Trust shall not be exercised during the period of the Trust
(7) Type of trust	Trust of money other than money trust (third-party-benefit trust)
(8) Trust agreement date	August 16, 2021 (tentative)
(9) Trust date	August 16, 2021 (tentative)
(10) Trust completion date	August 31, 2024 (tentative)

2. Matters related to share acquisition by the trustee of the Trust

(1) Class shares to be acquired	Common shares
(2) Money to be put in trust by Tokyo Gas as capital to acquire shares	461,889,900 yen
(3) Total number of shares to be acquired	224,600 shares
(4) Method of share acquisition	Acquisition via disposal of treasury shares
(5) Date of share acquisition	August 16, 2021